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Form 990-PF

Return of Private Foundation or Section 4947(a)(1) Trust Treated as Private Foundation

2015

Open to Public Inspection

Department of the Treasury Internal Revenue Service

Do not enter social security numbers on this form as it may be made public. Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.

For calendar year 2015, or tax year beginning 01-01-2015, and ending 12-31-2015

Name of foundation THE SUSAN THOMPSON BUFFETT FOUNDATION
A Employer identification number 47-6032365
B Telephone number (see instructions) (402) 943-1300
C If exemption application is pending, check here
D 1. Foreign organizations, check here
2. Foreign organizations meeting the 85% test, check here and attach computation
E If private foundation status was terminated under section 507(b)(1)(A), check here
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

Part I Analysis of Revenue and Expenses

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12), Operating and Administrative Expenses (13-26), and Summary (27-29).

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	3,133,717	3,035,754	3,035,754
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4 Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions).			
	7 Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	16,416	23,358	23,358
	10a Investments—U S and state government obligations (attach schedule)	381,122,579 <input checked="" type="checkbox"/>	381,610,882	381,610,882
	b Investments—corporate stock (attach schedule)	2,726,101,481 <input checked="" type="checkbox"/>	2,108,490,248	2,108,490,248
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans.			
	13 Investments—other (attach schedule)			
	14 Land, buildings, and equipment basis ▶ <u>3,266,553</u> Less accumulated depreciation (attach schedule) ▶ <u>1,800,247</u>	1,684,700 <input checked="" type="checkbox"/>	1,466,306	1,466,306
15 Other assets (describe ▶ _____)				
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	3,112,058,893	2,494,626,548	2,494,626,548	
Liabilities	17 Accounts payable and accrued expenses	17,490	60,971	
	18 Grants payable	566,308,447	396,019,553	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule).			
	22 Other liabilities (describe ▶ _____)			
	23 Total liabilities (add lines 17 through 22)	566,325,937	396,080,524	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	2,545,732,956	2,098,546,024	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
30 Total net assets or fund balances (see instructions)	2,545,732,956	2,098,546,024		
31 Total liabilities and net assets/fund balances (see instructions)	3,112,058,893	2,494,626,548		

Part III Analysis of Changes in Net Assets or Fund Balances			
1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,545,732,956
2	Enter amount from Part I, line 27a	2	-111,427,254
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	2,434,305,702
5	Decreases not included in line 2 (itemize) ▶ _____ <input checked="" type="checkbox"/>	5	335,759,678
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,098,546,024

Part IV Capital Gains and Losses for Tax on Investment Income

	List and describe the kind(s) of property sold (e.g., real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	How acquired (b) P—Purchase D—Donation	Date acquired (c) (mo, day, yr)	Date sold (d) (mo, day, yr)
1 a	495,000 SHS BERKSHIRE CLASS B STOCK	D	2007-03-13	2015-12-31
b	PUBLICLY TRADED SECURITIES - VARIOUS SALE DATES	P	2013-01-01	2015-12-31
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	68,987,463		28,841,971	40,145,492
b	743,476		5,035	738,441
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			40,145,492
b			738,441
c			
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	40,883,933
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		{ }	3

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)
If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2014	424,117,731	2,767,785,760	0.153234
2013	457,343,201	2,607,458,404	0.175398
2012	374,021,118	1,892,875,455	0.197594
2011	353,144,992	2,030,665,029	0.173906
2010	252,575,842	2,160,276,423	0.116918
2	Total of line 1, column (d).		2 0.817050
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years		3 0.163410
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.		4 2,671,795,349
5	Multiply line 4 by line 3.		5 436,598,078
6	Enter 1% of net investment income (1% of Part I, line 27b).		6 413,721
7	Add lines 5 and 6.		7 437,011,799
8	Enter qualifying distributions from Part XII, line 4.		8 531,227,630

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

Table with 11 rows for excise tax calculation. Includes categories like 'Exempt operating foundations', 'Domestic foundations', and 'Credits/Payments'. Total amount owed is 471,279.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political influence, tax on political expenditures, and substantial contributors. Includes 'Yes' and 'No' columns.

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	Yes	
14	The books are in care of ALLEN GREENBERG Telephone no (402) 943-1300 Located at 3555 FARNAM STREET SUITE 222 OMAHA NE ZIP+4 68131			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year 15			
16	At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country	16	Yes	No

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

1a	During the year did the foundation (either directly or indirectly)	Yes	No
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2015?	1c	No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years 20 , 20 , 20 , 20		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20 , 20 , 20 , 20		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2015 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015.</i>)	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	4b	No

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (Continued)

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No

Organizations relying on a current notice regarding disaster assistance check here.

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No

If "Yes," attach the statement required by Regulations section 53.4945–5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
See Additional Data Table				

2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
TRACY WEITZ 3555 FARNAM STREET STE 222 OMAHA, NE 68131	DIR U S PROGRAMS 40 00	341,582	62,991	0
SANDRA GARCIA 3555 FARNAM STREET STE 222 OMAHA, NE 68131	DIR RESEARCH & EVALU 40 00	263,583	63,951	0
STEPHEN HEARTWELL 3555 FARNAM STREET STE 222 OMAHA, NE 68131	DEP DIR U S PROGRAM 40 00	251,764	43,420	0
KELLIE PICKETT 3555 FARNAM STREET STE 222 OMAHA, NE 68131	DIR SCHOLARSHIPS 40 00	224,045	59,379	0
AYKUT GOKGOL-KLINE 3555 FARNAM STREET STE 222 OMAHA, NE 68131	DIR INT'L PROGRAM 40 00	235,155	39,839	0

Total number of other employees paid over \$50,000. 13

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
UNIVERSITY OF SOUTHERN CALIFORNIA 1240 N MISSION ROAD LOS ANGELES, CA 90033	SCHOLARSHIP EVALUATION	1,508,721
MASSACHUSETTS INSTITUTE OF TECHNOLOGY 77 MASSACHUSETTS AVE BLDG NE 18-901 CAMBRIDGE, MA 02139	SCHOLARSHIP EVALUATION	485,417
METHOD DEVELOPMENT 8750 FREDERICK STREET OMAHA, NE 68124	SOFTWARE DEVELOPMENT	436,542
PHILLIBER RESEARCH 16 MAIN STREET ACCORD, NY 12404	PROJECT EVALUATION	339,466
270 STRATEGIES 401 W SUPERIOR STREET FLOOR 3 CHICAGO, IL 60654	DATA MGMT & STRATEGIC PLANNING	240,647
Total number of others receiving over \$50,000 for professional services. ▶		7

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 ALICE BUFFETT OUTSTANDING TEACHER AWARDS - 15 TEACHERS AWARDED \$10,000 (\$150,000 TOTAL)	64,853
2 SCHOLARSHIPS - AWARDED \$32,692,810 IN SCHOLARSHIPS	227,322
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount	
1		
2		
All other program-related investments See instructions		
3		
Total. Add lines 1 through 3 ▶		0

Part X Minimum Investment Return

(All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	2,710,294,493
b	Average of monthly cash balances.	1b	2,188,095
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	2,712,482,588
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	2,712,482,588
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	40,687,239
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,671,795,349
6	Minimum investment return. Enter 5% of line 5.	6	133,589,767

Part XI Distributable Amount

(see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here and do not complete this part.)

1	Minimum investment return from Part X, line 6.	1	133,589,767
2a	Tax on investment income for 2015 from Part VI, line 5.	2a	413,721
b	Income tax for 2015 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	413,721
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	133,176,046
4	Recoveries of amounts treated as qualifying distributions.	4	714,068
5	Add lines 3 and 4.	5	133,890,114
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	133,890,114

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	531,208,904
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	18,726
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	531,227,630
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	413,721
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	530,813,909

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				133,890,114
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.			0	
b Total for prior years 20__ , 20__ , 20__		0		
3 Excess distributions carryover, if any, to 2015				
a From 2010.	145,731,114			
b From 2011.	251,745,799			
c From 2012.	277,743,656			
d From 2013.	325,376,105			
e From 2014.	284,101,658			
f Total of lines 3a through e.	1,284,698,332			
4 Qualifying distributions for 2015 from Part XII, line 4 \blacktriangleright \$ <u>531,227,630</u>				
a Applied to 2014, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2015 distributable amount.				133,890,114
e Remaining amount distributed out of corpus	397,337,516			
5 Excess distributions carryover applied to 2015 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,682,035,848			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions).	145,731,114			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	1,536,304,734			
10 Analysis of line 9				
a Excess from 2011.	251,745,799			
b Excess from 2012.	277,743,656			
c Excess from 2013.	325,376,105			
d Excess from 2014.	284,101,658			
e Excess from 2015.	397,337,516			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, enter the date of the ruling.

b Check box to indicate whether the organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year	Prior 3 years			(e) Total
	(a) 2015	(b) 2014	(c) 2013	(d) 2012	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number or email address of the person to whom applications should be addressed

b The form in which applications should be submitted and information and materials they should include

c Any submission deadlines

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

Part XV Supplementary Information(continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year See Additional Data Table Additional Data Table				
Total				3a 520,485,122
b Approved for future payment See Additional Data Table				
Total				3b 176,197,501

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities.			14	488,191	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	34,055,114	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a <u>GRANTS RETURNED</u>					714,068
b _____					
c _____					
d _____					
e _____					
12 Subtotal Add columns (b), (d), and (e).		0		34,543,305	714,068
13 Total Add line 12, columns (b), (d), and (e).			13		35,257,373

(See worksheet in line 13 instructions to verify calculations)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
11A	GRANT FUNDS RETURNED PURSUANT TO TERMS OF GRANT AGREEMENTS

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

	Yes	No
1a(1) Cash		
1a(2) Other assets		
1b(1) Sales of assets to a noncharitable exempt organization		
1b(2) Purchases of assets from a noncharitable exempt organization		
1b(3) Rental of facilities, equipment, or other assets		
1b(4) Reimbursement arrangements		
1b(5) Loans or loan guarantees		
1b(6) Performance of services or membership or fundraising solicitations		
1c Sharing of facilities, equipment, mailing lists, other assets, or paid employees		

a Transfers from the reporting foundation to a noncharitable exempt organization of

- (1)** Cash
- (2)** Other assets

b Other transactions

- (1)** Sales of assets to a noncharitable exempt organization
- (2)** Purchases of assets from a noncharitable exempt organization
- (3)** Rental of facilities, equipment, or other assets
- (4)** Reimbursement arrangements
- (5)** Loans or loan guarantees
- (6)** Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line No	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
1a(1)	5,250,000	PLANNED PARENTHOOD ACTION FUND	TRANSFER OF CASH FOR THE CHARITABLE PURPOSE OF REPRODUCTIVE HEALTH ADVOCACY EXPENDITURE RESPONSIBILITY WAS EXERCISED FOR THIS GRANT

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes No

b If "Yes," complete the following schedule


(a) Name of organization	(b) Type of organization	(c) Description of relationship

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Sign Here	*****	2016-05-11	*****	May the IRS discuss this return with the preparer shown below (see instr.)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
	Signature of officer or trustee	Date	Title	

Paid Preparer Use Only	Print/Type preparer's name BARBARA J FAJEN	Preparer's Signature	Date 2016-05-11	Check if self-employed <input type="checkbox"/>	PTIN P00400874
	Firm's name ▶ SEIM JOHNSON LLP			Firm's EIN ▶ 47-6097913	
	Firm's address ▶ 18081 BURT STREET SUITE 200 OMAHA, NE 680224722			Phone no (402) 330-2660	

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
ALLEN GREENBERG  3555 FARNAM STREET STE 222 OMAHA, NE 68131	PRESIDENT 40 00	555,453	63,550	0
MELISSA HOW 3555 FARNAM STREET STE 222 OMAHA, NE 68131	SECRETARY/DIR GRANTS & FIN 40 00	206,283	52,069	0
PETER A BUFFETT 3555 FARNAM STREET STE 222 OMAHA, NE 68131	DIRECTOR 1 00	0	0	0
GEOFFREY COWAN 3555 FARNAM STREET STE 222 OMAHA, NE 68131	DIRECTOR 1 00	0	0	0
CAROL LOOMIS 3555 FARNAM STREET STE 222 OMAHA, NE 68131	DIRECTOR 1 00	0	0	0
PATTI MATSON 3555 FARNAM STREET STE 222 OMAHA, NE 68131	DIRECTOR 1 00	0	0	0
SUSAN A BUFFETT 3555 FARNAM STREET STE 222 OMAHA, NE 68131	BOARD CHAIR 1 00	0	0	0
ALLISON COWAN 3555 FARNAM STREET STE 222 OMAHA, NE 68131	DIRECTOR 1 00	0	0	0

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ABINGTON MEMORIAL HOSPITAL 1200 OLD YORK RD ABINGTON, PA 19001		PC	PROJECT SUPPORT	350,256
ABORTION CARE NETWORK 2641 ASHTON RD CLEVELAND HEIGHTS, OH 44118		PC	PROJECT SUPPORT	75,000
ACCESS REPRODUCTIVE CARE- SOUTHEAST 149 26TH STREET NW ATLANTA, GA 30309		PC	PROJECT SUPPORT	260,001
ACLU FOUNDATION OF TEXAS PO BOX 8306 HOUSTON, TX 77288		PC	PROJECT SUPPORT	273,322
ADVOCATES FOR YOUTH 2000 M STREET NW WASHINGTON, DC 20036		PC	PROJECT SUPPORT	998,156
ADVOCATES FOR YOUTH 2000 M STREET NW WASHINGTON, DC 20036		PC	PROJECT SUPPORT	1,431,616
ALLIANCE FOR JUSTICE 121 DUPONT CIRCLE NW WASHINGTON, DC 20036		PC	PROJECT SUPPORT	997,366
AMERICAN CIVIL LIBERTIES UNION FOUNDATION OF TEXAS PO BOX 8306 HOUSTON, TX 77288		PC	PROJECT SUPPORT	348,365
AMERICAN CIVIL LIBERTIES UNION FOUNDATION OF VIRGINIA 701 E FRANKLIN STREET RICHMOND, VA 23219		PC	PROJECT SUPPORT	286,775
AMERICAN CIVIL LIBERTIES UNION FOUNDATION 125 BROAD STREET NEW YORK, NY 10004		PC	PROJECT SUPPORT	993,676
AMERICAN COLLEGE OF OBSTETRICS AND GYNECOLOGY 409 12TH STREET SW WASHINGTON, DC 20024		PC	PROJECT SUPPORT	584,844
ANGELA TETSCHNER 6143 WHITEMORE STREET OMAHA, NE 68152	N/A	I	ALICE BUFFETT OUTSTANDING TEACHER AWARD	10,000
ANN CATANIA 10908 ELLISON AVENUE OMAHA, NE 68164	N/A	I	ALICE BUFFETT OUTSTANDING TEACHER AWARD	10,000
ARABELLA ADVISORS 1201 CONNECTICUT AVE NW STE 300 WASHINGTON, DC 20036		NC	PROJECT SUPPORT	140,000
ARABELLA ADVISORS 1201 CONNECTICUT AVE NW STE 300 WASHINTON, DC 20036		NC	PROJECT SUPPORT	677,500
Total			3a	520,485,122

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BACKLINE 1611 TELEGRAPH AVE OAKLAND, CA 94612		PC	PROJECT SUPPORT	499,779
BAYSTATE MEDICAL CENTER 759 CHESTNUT ST SPRINGFIELD, MO 01199		PC	PROJECT SUPPORT	53,880
BETH ISRAEL DEACONESS MEDICAL CENTER 330 BROOKLINE AVE BOSTON, MA 02215		PC	PROJECT SUPPORT	43,180
BLACK WOMEN FOR WELLNESS PO BOX 292516 LOS ANGELES, CA 90029		PC	PROJECT SUPPORT	80,000
BOARD OF REGENTS OF THE UNIVERSITY OF NEBRASKA 3835 HOLDREGE STREET LINCOLN, NE 68583		PC	SCHOLARSHIPS	3,332,516
BOARD OF TRUSTEES OF THE NEBRASKA STATE COLLEGE SYSTEM 1327 H STREET LINCOLN, NE 68508		GOV	SCHOLARSHIPS	10,973
BOSTON MEDICAL CENTER 801 MASSACHUSETTS AVE BOSTON, MA 20118		PC	PROJECT SUPPORT	352,366
BRIGHAM AND WOMEN'S HOSPITAL 116 HUNTINGTON AVE BOSTON, MA 02116		PC	PROJECT SUPPORT	365,547
BUSH RELIEF FUND 8401 N IH35 AUSTIN, TX 78753		PC	PROJECT SUPPORT	75,000
BUSH RELIEF FUND 8401 N IH 35 AUSTIN, TX 78753		PC	PROJECT SUPPORT	103,333
BUSH RELIEF FUND 8401 N IH 35 AUSTIN, TX 78753		PC	PROJECT SUPPORT	390,132
CALIFORNIA LATINAS FOR REPRODUCTIVE JUSTICE PO BOX 861766 LOS ANGELES, CA 90086		PC	PROJECT SUPPORT	75,000
CALIFORNIA PLANNED PAENTHOOD EDUCATION FUND 555 CAPITOL MALL SACRAMENTO, CA 95814		PC	PROJECT SUPPORT	250,433
CALIFORNIA PLANNED PAENTHOOD EDUCATION FUND 555 CAPITOL MALL SACRAMENTO, CA 95814		PC	PROJECT SUPPORT	1,500,978
CAMBRIDGE HEALTH ALLIANCE FOUNDATION 1493 CAMBRIDGE STREET CAMBRIDGE, MA 02139		SO I	PROJECT SUPPORT	548
Total			3a	520,485,122

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CARE 151 ELLIS STREET NE ATLANTA, GA 30303		PC	PROJECT SUPPORT	4,987,755
CASSIE BENZEL 12200 BURKE STREET OMAHA, NE 68154	N/A	I	ALICE BUFFETT OUTSTANDING TEACHER AWARD	10,000
CATHOLICS FOR CHOICE 1436 U ST NW WASHINGTON, DC 20009		PC	PROJECT SUPPORT	1,002,500
CATHOLICS FOR CHOICE 1436 U ST NW WASHINGTON, DC 20009		PC	PROJECT SUPPORT	2,000,190
CATHY NELSON 2606 HAMILTON STREET OMAHA, NE 68131	N/A	I	ALICE BUFFETT OUTSTANDING TEACHER AWARD	10,000
CATOLICAS POR EL DERECHO A DECIDIR AYUNTAMIENTO NO85 COLBARRIO SANTA CATARINA COYOACAN MX		EQUIVALENCY DETERMIN	PROJECT SUPPORT	1,944,416
CENTER FOR CIVIC POLICY 625 SILVER AVENUE SW ALBUQUERQUE, NM 87102		PC	PROJECT SUPPORT	25,000
CENTER FOR HEALTH AND GENDER EQUITY 1317 F STREET NW WASHINGTON, DC 20004		PC	PROJECT SUPPORT	468,193
CENTER FOR REPRODUCTIVE RIGHTS 120 WALL STREET NEW YORK, NY 10005		PC	PROJECT SUPPORT	2,001,545
CENTER FOR REPRODUCTIVE RIGHTS 120 WALL STREET NEW YORK, NY 10005		PC	PROJECT SUPPORT	2,492,456
CENTRAL COMMUNITY COLLEGE FOUNDATION PO BOX 4903 GRAND ISLAND, NE 68802		PC	SCHOLARSHIPS	139,191
CENTRAL COMMUNITY COLLEGE FOUNDATION PO BOX 4903 GRAND ISLAND, NE 68802		PC	SCHOLARSHIPS	150,265
CHADRON STATE COLLEGE 1000 MAIN STREET CHADRON, NE 69337		GOV	SCHOLARSHIPS	217,427
CHADRON STATE COLLEGE 1000 MAIN STREET CHADRON, NE 69337		GOV	SCHOLARSHIPS	276,089
CHILDREN'S HOSPITAL COLORADO FOUNDATION 13123 E 16TH AVE AURORA, CO 80045		PC	PROJECT SUPPORT	99,826
Total				520,485,122

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CITIZEN ENGAGEMENT LAB EDUCATION FUND 1330 BROADWAY OAKLAND, CA 94612		PC	PROJECT SUPPORT	2,758,030
COLORADO ASSOCIATION FOR SCHOOL BASED HEALTH CARE 1801 WILLIAMS STREET DENVER, CO 80218		PC	PROJECT SUPPORT	249,200
COLORADO CONSUMER HEALTH INITIATIVE 1580 LOGAN STREET DENVER, CO 80203		PC	PROJECT SUPPORT	60,000
COLORADO DEPARTMENT OF PUBLIC HEALTH AND ENVIRONMENT 4300 CHERRY CREEK DR S DENVER, CO 802461530		GOV	PROJECT SUPPORT	502,661
COMMUNITY HEALTH NETWORK FOUNDATION 7240 SHADELAND STATION INDIANAPOLIS, IN 46256		SO II	PROJECT SUPPORT	48,934
CONTRA COSTA REGIONAL HEALTH FOUNDATION 50 DOUGLAS DRIVE MARTINEZ, CA 94553		PC	PROJECT SUPPORT	74,987
CONWAY STRAGETIC 1200 18TH STREET NW WASHINGTON, DC 20036		NC	PROJECT SUPPORT	285,072
CONWAY STRAGETIC 1200 18TH STREET NW WASHINGTON, DC 20036		NC	PROJECT SUPPORT	161,561
CONWAY STRAGETIC 1875 CONNECTICUT AVE NW WASHINGTON, DC 20009		NC	PROJECT SUPPORT	151,608
CONWAY STRAGETIC 1875 CONNECTICUT AVE NW WASHINGTON, DC 20009		NC	PROJECT SUPPORT	972,351
CYNTHIA GAMERL 4304 N 33RD STREET OMAHA, NE 68111	N/A	I	ALICE BUFFETT OUTSTANDING TEACHER AWARD	10,000
DAWN BULLER-KIRKE 14101 LARIMORE AVE OMAHA, NE 68164	N/A	I	ALICE BUFFETT OUTSTANDING TEACHER AWARD	10,000
DIANE STAUFFER 14101 LARIMORE AVE OMAHA, NE 68164	N/A	I	ALICE BUFFETT OUTSTANDING TEACHER AWARD	10,000
DKT INTERNATIONAL 1701 K STREET NW WASHINGTON, DC 20006		PC	PROJECT SUPPORT	1,974,542
DKT INTERNATIONAL 1701 K STREET SUITE 900 WASHINGTON, DC 20006		PC	PROJECT SUPPORT	1,372,557
Total			3a	520,485,122

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i>				
DKT INTERNATIONAL 1701 K STREET SUITE 900 WASHINGTON,DC 20006		PC	PROJECT SUPPORT	2,557,277
DKT INTERNATIONAL 1701 K STREET SUITE 900 WASHINGTON,DC 20015		PC	PROJECT SUPPORT	14,042,219
DKT INTERNATIONAL 1701 K STREET SUITE 900 WASHINGTON,DC 20015		PC	PROJECT SUPPORT	1,612,096
DUKE UNIVERSITY 220 W MAIN STREET DURHAM,NC 27705		PC	PROJECT SUPPORT	110,704
DUKE UNIVERSITY DUKE UNIVERSITY MEDICAL CENTER 3084 DURHAM,NC 27710		PC	PROJECT SUPPORT	40,192
EMORY UNIVERSITY SCHOOL OF MEDICINE 49 JESSE HILL JR DRIVE SE ATLANTA,GA 30303		PC	PROJECT SUPPORT	291,678
ENGENDER HEALTH 440 NINTH AVENUE NEW YORK,NY 10001		PC	PROJECT SUPPORT	5,198,653
ENGENDER HEALTH 440 NINTH AVENUE NEW YORK,NY 10001		PC	PROJECT SUPPORT	2,712,530
EQUIDAD DE GENERO ABASOLO201 COL DEL CARMEN COYOAC MX		NC	PROJECT SUPPORT	1,898,600
FAMILY MEDICINE RESIDENCY OF IDAHO 777 N RAYMOND ST BOISE,ID 83704		PC	PROJECT SUPPORT	69,292
FAMILY PLANNING ASSOCIATION OF MAINE 43 GABRIEL DRIVE AUGUSTA,MA 04332		PC	PROJECT SUPPORT	284,207
FAMILY PLANNING ASSOCIATION OF MAINE 43 GABRIEL DRIVE AUGUSTA,ME 04332		PC	PROJECT SUPPORT	221,035
FEDERAL DEMOCRATIC REPUBLIC OF ETHIOPIA POSTAL CODE 1234 ADDIS ABABA ET		GOV	PROJECT SUPPORT	360,971
FEMINIST MAJORITY FOUNDATION 1600 WILSON BLVD ARLINGTON,VA 22209		PC	PROJECT SUPPORT	300,070
FIGO CHARITABLE FOUNDATION 222 NORTH LASALLE STREET STE 2600 CHICAGO,IL 60601		PF	PROJECT SUPPORT	1,120,433
Total				520,485,122

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i>				
FIGO CHARITABLE FOUNDATION 222 NORTH LASALLE STREET STE 2600 CHICAGO,IL 60601		PF	PROJECT SUPPORT	194,743
FIGO CHARITABLE FOUNDATION 222 NORTH LASALLE STREET STE 2600 CHICAGO,IL 60601		PF	PROJECT SUPPORT	2,331,268
FORWARD TOGETHER 1440 BROADWAY OAKLAND,CA 94612		PC	PROJECT SUPPORT	248,734
FORWARD TOGETHER 1440 BROADWAY OAKLAND,CA 94612		PC	PROJECT SUPPORT	6,600
FORWARD TOGETHER 1440 BROADWAY OAKLAND,CA 94612		PC	PROJECT SUPPORT	452,847
FOUNDATION FOR LSU HEALTH SCIENCES CENTER 2000 TULANE AVE NEWORLEANS,LA 70112		PC	PROJECT SUPPORT	336,353
FSG INC 123 MISSION STREET SAN FRANCISCO,CA 94105		PC	PROJECT SUPPORT	75,000
FUNDACION ESAR CARRERA 18 33A-27 BOGOTA CO		NC	PROJECT SUPPORT	5,241,943
FUNDERS NETWORK ON POPULATION REPRODUCTIVE HEALTH AND RIGHTS PO BOX 750 ROCKVILLE,MD 20848		PC	PROJECT SUPPORT	125,000
GEORGE WASHINGTON UNIVERSITY 2121 I STREET NW WASHINGTON,DC 20052		PC	PROJECT SUPPORT	199,105
GEORGE WASHINGTON UNIVERSITY 2150 PENNSYLVANIA AVE NW WASHINGTON,DC 20037		PC	PROJECT SUPPORT	47,088
GLIDE MEMORIAL UNITED METHODIST CHURCH 330 ELLIS STREET SAN FRANCISCO,CA 94102		PC	PROJECT SUPPORT	250,000
GLOBAL JUSTICE CENTER 11 HANOVER SQUARE NEW YORK,NY 10005		PC	PROJECT SUPPORT	304,558
GOOD WORKS GROUP 1430 FRONT STREET LOUISVILLE,CO 80027		NC	PROJECT SUPPORT	472,995
GOOD WORKS GROUP 1430 FRONT STREET LOUISVILLE,CO 80027		NC	PROJECT SUPPORT	218,820
Total				520,485,122

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
GREENSTAR SOCIAL MARKETING PAKISTAN (GUARANTEE) LIMITED 4TH 5TH FLOOR BAHRIA COMPLEX KARACHI PK		NC	PROJECT SUPPORT	8,461,956
GROUP HEALTH INITIATIVE 125 16TH AVE E SEATTLE,WA 98112		PC	PROJECT SUPPORT	55,774
GRUPO DE INFORMACION EN REPRODUCCION VIENA 160 DEL CARMEN, COYOA MX		EQUIVALENCY DETERMIN	PROJECT SUPPORT	150,000
GRUPO DE INFORMACION EN REPRODUCCION VIENA 160 DEL CARMEN, COYOA MX		EQUIVALENCY DETERMIN	PROJECT SUPPORT	50,000
GRUPO DE INFORMACION EN REPRODUCCION VIENA 160 DEL CARMEN, COYOA MX		EQUIVALENCY DETERMIN	PROJECT SUPPORT	1,853,835
GUTTMACHER INSTITUTE INC 125 MAIDEN LANE 7TH FLOOR NEW YORK,NY 10038		PC	PROJECT SUPPORT	392,624
GUTTMACHER INSTITUTE INC 125 MAIDEN LANE 7TH FLOOR NEW YORK,NY 10038		PC	PROJECT SUPPORT	982,619
GUTTMACHER INSTITUTE INC 125 MAIDEN LANE 7TH FLOOR NEW YORK,NY 10038		PC	PROJECT SUPPORT	970,388
GUTTMACHER INSTITUTE 125 MAIDEN LANE 7TH FLOOR NEW YORK,NY 10038		PC	PROJECT SUPPORT	210,423
GYNUITY 15 EAST 26TH STREET NEW YORK,NY 10010		NC	PROJECT SUPPORT	390,670
GYNUITY 15 EAST 26TH STREET NEW YORK,NY 10010		NC	PROJECT SUPPORT	587,186
GYNUITY 15 EAST 26TH STREET NEW YORK,NY 10010		NC	PROJECT SUPPORT	2,630,733
HARTFORD HOSPITAL 111 PARK STREET HARTFORD,CT 06109		PC	PROJECT SUPPORT	216,790
HARVARD COLLEGE 677 HUNTINGTON AVE BOSTON,MA 02115		PC	PROJECT SUPPORT	2,110,443
HEALTH MANAGEMENT ASSOCIATES 1660 LINCOLN DENVER,CO 80264		NC	PROJECT SUPPORT	103,384
Total				520,485,122

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HOPEWELL FUND 1201 CONNECTICUT AVE NW STE 300 WASHINGTON,DC 20036		PC	PROJECT SUPPORT	369,200
IBIS REPRODUCTIVE HEALTH 17 DUNSTER STREET CAMBRIDGE,MA 02138		PC	PROJECT SUPPORT	328,827
IBIS REPRODUCTIVE HEALTH 17 DUNSTER STREET CAMBRIDGE,MA 02138		PC	PROJECT SUPPORT	51,925
IBIS REPRODUCTIVE HEALTH 17 DUNSTER STREET CAMBRIDGE,MA 02138		PC	PROJECT SUPPORT	249,302
ICAHN SCHOOL OF MEDICINE AT MOUNT SINAI 1176 FIFTH AVE NEW YORK,NY 10029		PC	PROJECT SUPPORT	50,000
ICAHN SCHOOL OF MEDICINE AT MOUNT SINAI BOX 1075 NEW YORK,NY 10029		PC	PROJECT SUPPORT	332,562
INSTITUTO DE LEDERAZGO SIMONE DE BEAUVOIR AC (ILSB) RTABASCO NO 68 DEPOT 3 COL ROMA, DEL CUA MX		EQUIVALENCY DETERMIN	PROJECT SUPPORT	47,000
INSTITUTO DE LEDERAZGO SIMONE DE BEAUVOIR AC (ILSB) RTABASCO NO 68 DEPOT 3 COL ROMA, DEL CUA MX		EQUIVALENCY DETERMIN	PROJECT SUPPORT	58,175
INTERNATIONAL PLANNED PARENTHOOD FEDERATION-WESTERN HEMISPHERE REGION 125 MAIDEN LANE 7TH FLOOR NEW YORK,NY 10037		PC	PROJECT SUPPORT	4,047,674
INTERNATIONAL PLANNED PARENTHOOD FEDERATION-WORLDWIDE 1129 20TH ST NW WASHINTON,DC 20036		SO I	PROJECT SUPPORT	197,927
INTERNATIONAL PLANNED PARENTHOOD-WORLDWIDE 1129 20TH ST NW WASHINGTON,DC 20036		SO I	PROJECT SUPPORT	1,118,790
INTERNATIONAL PLANNED PARENTHOOD-WORLDWIDE 1129 20TH ST NW WASHINGTON,DC 20036		SO I	PROJECT SUPPORT	1,755,790
INTERNATIONAL PLANNED PARENTHOOD-WORLDWIDE 1129 20TH ST NW WASHINGTON,DC 20036		SO I	PROJECT SUPPORT	1,988,288
INTERNATIONAL RESCUE COMMITTEE 122 EAST 42ND ST NEW YORK,NY 10168		PC	PROJECT SUPPORT	5,723,998
IPAS 300 MARKET STREET CHAPEL HILL,NC 27516		PC	PROJECT SUPPORT	2,987,818
Total				520,485,122

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
IPAS 300 MARKET STREET CHAPEL HILL, NC 27516		PC	PROJECT SUPPORT	2,918,487
IPAS 300 MARKET STREET CHAPEL HILL, NC 27516		PC	PROJECT SUPPORT	817,283
IPAS 300 MARKET STREET CHAPEL HILL, NC 27516		PC	PROJECT SUPPORT	1,439,487
IPAS 300 MARKET STREET CHAPEL HILL, NC 27516		PC	PROJECT SUPPORT	7,569,305
IPAS 300 MARKET STREET CHAPEL HILL, NC 27516		PC	PROJECT SUPPORT	1,890,796
IPAS 300 MARKET STREET CHAPEL HILL, NC 27516		PC	PROJECT SUPPORT	4,068,599
IPAS 300 MARKET STREET CHAPEL HILL, NC 27516		PC	PROJECT SUPPORT	999,480
IPAS 300 MARKET STREET CHAPEL HILL, NC 27516		PC	PROJECT SUPPORT	74,454
IPAS 300 MARKET STREET CHAPEL HILL, NC 67002		PC	PROJECT SUPPORT	3,318,941
IRENE URZENDOWSKI 3030 SPAULDING STREET OMAHA, NE 68111	N/A	I	ALICE BUFFETT OUTSTANDING TEACHER AWARD	10,000
JAMES MAYBERGER 3802 REDICK AVENUE OMAHA, NE 68112	N/A	I	ALICE BUFFETT OUTSTANDING TEACHER AWARD	10,000
JENNIFER MAGNUSON-STESSMAN 519 MAYBERRY STREET OMAHA, NE 68106	N/A	I	ALICE BUFFETT OUTSTANDING TEACHER AWARD	10,000
JHPIEGO CORPORATION 1615 THAMES STREET BALTIMORE, MD 21231		PC	PROJECT SUPPORT	1,292,709
JOHNS HOPKINS UNIVERSITY 1615 THAMES STREET BALTIMORE, MD 212313492		PC	PROJECT SUPPORT	943,935
JOHNS HOPKINS UNIVERSITY 4940 EASTERN AVE BALTIMORE, MD 21224		PC	PROJECT SUPPORT	281,926
Total			3a	520,485,122

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
JOHNS HOPKINS UNIVERSITY 4940 EASTERN AVE BALTIMORE, MD 21224		PC	PROJECT SUPPORT	24,563
JOHNS HOPKINS UNIVERSITY 600 N WOLFE STREET BALTIMORE, MD 21287		PC	PROJECT SUPPORT	37,710
KEYSTONE PROGRESS FUND EDUCATION FUND 2973 JEFFERSON STREET HARRISBURG, PA 17110		PC	PROJECT SUPPORT	125,291
LAW STUDENTS FOR REPRODUCTIVE JUSTICE 1730 FRANKLIN STREET OAKLAND, CA 94612		PC	PROJECT SUPPORT	500,600
LEE MEMORIAL HEALTH SYSTEM 2780 CLEVELAND STREET FORT MEYERS, FL 33901		PC	PROJECT SUPPORT	75,435
MAGEE-WOMENS RESEARCH INSTITUTE AND FOUNDATION 3339 WARD ST PITTSBURGH, PA 15213		PC	PROJECT SUPPORT	174,766
MARICOPA HEALTH FOUNDATION 2910 E CAMELBACK RD PHOENIX, AZ 85016		PC	PROJECT SUPPORT	170,015
MARY MALONE 4700 GILES ROAD OMAHA, NE 68157	N/A	I	ALICE BUFFETT OUTSTANDING TEACHER AWARD	10,000
MATERNITY AFRICA PO BOX 16464 ARUSHA TZ		EQUIVALENCY DETERMIN	PROJECT SUPPORT	323,704
MEDIA MATTERS FOR AMERICA 455 MASSACHUSETTS AVE NW WASHINGTON, DC 20001		PC	PROJECT SUPPORT	500,419
MEDICAL EMERGENCY RELIEF INTERNATIONAL 12TH FLOOR 207 OLD STREET LONDON UK		EQUIVALENCY DETERMIN	PROJECT SUPPORT	798,129
MEDICAL STUDENTS FOR CHOICE PO BOX 40188 PHILADELPHIA, PA 19106		PC	PROJECT SUPPORT	600,279
MEDICINS SANS FRONTIERES 333 SEVENTH AVE NEW YORK, NY 10001		PC	PROJECT SUPPORT	3,869,584
MEDSTAR FRANKLIN SQUARE MEDICAL CENTER 9000 FRANKLIN SQUARE DRIVE BALTIMORE, MD 21237		PC	PROJECT SUPPORT	46,000
MEDSTAR WASHINGTON MEDICAL CENTER 110 IRVING STREET NW WASHINGTON, DC 20010		PC	PROJECT SUPPORT	204,670
Total				520,485,122

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MEMORIAL HOSPITAL OF RHODE ISLAND 111 BREWSTER STREET PAWTUCKET, RI 02860		PC	PROJECT SUPPORT	75,250
MEMPHIS CENTER FOR REPRODUCTIVE HEALTH 1726 POPLAR AVE MEMPHIS, TN 38104		PC	PROJECT SUPPORT	200,207
METROPOLITAN COMMUNITY COLLEGE FOUNDATION PO BOX 3777 OMAHA, NE 68130		PC	SCHOLARSHIPS	233,590
METROPOLITAN COMMUNITY COLLEGE FOUNDATION PO BOX 3777 OMAHA, NE 68130		PC	SCHOLARSHIPS	126,425
MID PLAINS COMMUNITY COLLEGE 601 W STATE FARM RD NORTH PLATTE, NE 69101		GOV	SCHOLARSHIPS	22,370
MID PLAINS COMMUNITY COLLEGE 601 W STATE FARM RD NORTH PLATTE, NE 69101		GOV	SCHOLARSHIPS	30,609
MONTEFIORE MEDICAL CENTER 126 FIFTH AVE NEW YORK, NY 10011		PC	PROJECT SUPPORT	1,037,825
MONTEFIORE MEDICAL CENTER 126 FIFTH AVE NEW YORK, NY 10011		PC	PROJECT SUPPORT	153,586
MONTEFIORE MEDICAL CENTER 126 FIFTH AVE NEW YORK, NY 10011		PC	PROJECT SUPPORT	165,894
MONTEFIORE MEDICAL CENTER 1695 EASTCHESTER RD BRONX, NY 10461		PC	PROJECT SUPPORT	217,309
MONTEFIORE MEDICAL CENTER 3544 JEROME AVE BRONX, NY 10467		PC	PROJECT SUPPORT	394,446
MSI-US 1300 19TH STREET NW WASHINGTON, DC 20036		SO I	PROJECT SUPPORT	3,207,689
MSI-US PO BOX 35528 WASHINGTON, DC 20033		SO I	PROJECT SUPPORT	7,922,924
MSI-US PO BOX 35528 WASHINGTON, DC 20033		SO I	PROJECT SUPPORT	1,665,408
MSI-US PO BOX 35528 WASHINGTON, DC 20033		SO I	PROJECT SUPPORT	908,728
Total			3a	520,485,122

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MSI-US PO BOX 35528 WASHINGTON,DC 20033		SO I	PROJECT SUPPORT	1,283,216
MSI-US PO BOX 35528 WASHINGTON,DC 20033		SO I	PROJECT SUPPORT	28,577,577
MSI-US PO BOX 35528 WASHINGTON,DC 20033		SO I	PROJECT SUPPORT	7,492,419
MSI-US PO BOX 35528 WASHINGTON,DC 20033		SO I	PROJECT SUPPORT	1,440,738
NAF HOTLINE FUND 1660 L ST NW WASHINGTON,DC 20036		SO I	PROJECT SUPPORT	2,225,613
NAF HOTLINE FUND 1660 L STREET NW WASHINGTON,DC 20036		SO I	PROJECT SUPPORT	24,455,065
NARAL PRO-CHOICE AMERICAN FOUNDATION 1156 15TH ST NW WASHINGTON,DC 20005		PC	PROJECT SUPPORT	350,484
NARAL PRO-CHOICE AMERICAN FOUNDATION 1156 15TH ST NW WASHINGTON,DC 20005		PC	PROJECT SUPPORT	1,346,397
NARAL PRO-CHOICE AMERICAN FOUNDATION 1156 15TH ST NW WASHINGTON,DC 20005		PC	PROJECT SUPPORT	1,995,473
NARAL PRO-CHOICE COLORADO FOUNDATION 1905 SHERMAN STREET DENVER,CO 80203		PC	PROJECT SUPPORT	55,000
NARAL PRO-CHOICE COLORADO FOUNDATION 1905 SHERMAN STREET DENVER,CO 80203		PC	PROJECT SUPPORT	80,000
NARAL PRO-CHOICE OHIO FOUNDATION 12000 SHAKER BLVD CLEVELAND,OH 44120		PC	PROJECT SUPPORT	252,911
NARAL PRO-CHOICE SOUTH DAKOTA FOUNDATION 401 EAST 8TH STREET SIOUX FALLS,SD 57103		PC	PROJECT SUPPORT	30,000
NARAL PRO-CHOICE TEXAS FOUNDATION PO BOX 684602 AUSTIN,TX 78768		PC	PROJECT SUPPORT	301,619
NATIONAL ABORTION FEDERATION 1660 L STREET NW WASHINGTON,DC 20036		PC	PROJECT SUPPORT	502,445
Total			3a	520,485,122

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NATIONAL ADVOCATES FOR PREGNANT WOMEN 15 W 36TH STREET NEW YORK, NY 10018		PC	PROJECT SUPPORT	500,668
NATIONAL BLACK WOMEN'S HEALTH PROJECT INC 1726 M STREET NW WASHINGTON, DC 20036		PC	PROJECT SUPPORT	80,000
NATIONAL BUREAU OF ECONOMIC RESEARCH 1050 MASSACHUSETTS AVE CAMBRIDGE, MA 02138		PC	PROJECT SUPPORT	270,000
NATIONAL COMMITTEE FOR MATERNAL AND NEONATAL HEALTH 36-C STREET 14 OFF KHAYABAN-E-SHAMS EER KARACHI PK		EQUIVALENCY DETERMIN	PROJECT SUPPORT	405,109
NATIONAL FAMILY PLANNING AND REPRODUCTIVE HEALTH ASSOCIATION 1627 K STREET NW WASHINGTON, DC 20006		PC	PROJECT SUPPORT	500,537
NATIONAL FAMILY PLANNING AND REPRODUCTIVE HEALTH ASSOCIATION 1627 K STREET NW WASHINGTON, DC 20006		PC	PROJECT SUPPORT	1,242,095
NATIONAL HEALTH LAW PROGRAM 1444 I STREET WASHINGTON, DC 20005		PC	PROJECT SUPPORT	1,000,021
NATIONAL HEALTH LAW PROGRAM 3701 WILSHIRE BLVD LOS ANGELES, CA 90010		PC	PROJECT SUPPORT	1,251,955
NATIONAL INSTITUTE FOR REPRODUCTIVE HEALTH 470 PARK AVE SOUTH NEW YORK, NY 10016		PC	PROJECT SUPPORT	1,601,775
NATIONAL INSTITUTE FOR REPRODUCTIVE HEALTH 470 PARK AVE SOUTH NEW YORK, NY 10016		PC	PROJECT SUPPORT	999,328
NATIONAL INSTITUTE FOR REPRODUCTIVE HEALTH 470 PARK AVENUE SOUTH NEW YORK, NY 10016		PC	PROJECT SUPPORT	227,661
NATIONAL LATINA INSTITUTE FOR REPRODUCTIVE HEALTH 50 BROAD STREET NEW YORK, NY 10004		PC	PROJECT SUPPORT	1,097,150
NATIONAL LATINA INSTITUTE FOR REPRODUCTIVE HEALTH 50 BROAD STREET NEW YORK, NY 10004		PC	PROJECT SUPPORT	201,346
NATIONAL LATINA INSTITUTE FOR REPRODUCTIVE HEALTH 50 BROAD STREET NEW YORK, NY 10004		PC	PROJECT SUPPORT	201,346
NATIONAL LATINA INSTITUTE FOR REPRODUCTIVE HEALTH 50 BROAD STREET NEW YORK, NY 10004		PC	PROJECT SUPPORT	251,046
Total				520,485,122

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NATIONAL LGBTQ TASK FORCE FOUNDATION 1325 MASSACHUSETTS AVE NW WASHINGTON,DC 20005		PC	PROJECT SUPPORT	300,591
NATIONAL NETWORK OF ABORTION FUNDS PO BOX 170280 BOSTON,MA 02117		PC	PROJECT SUPPORT	303,815
NATIONAL NETWORK OF ABORTION FUNDS PO BOX 170280 BOSTON,MA 02117		PC	PROJECT SUPPORT	31,500
NATIONAL NETWORK OF ABORTION FUNDS PO BOX 170820 BOSTON,MA 02117		PC	PROJECT SUPPORT	250,375
NATIONAL PARTNERSHIP FOR WOMEN AND FAMILIES 1875 CONNECTICUT AVE NW WASHINGTON,DC 20009		PC	PROJECT SUPPORT	718,404
NATIONAL PARTNERSHIP FOR WOMEN AND FAMILIES 1875 CONNECTICUT AVE NW WASHINGTON,DC 20009		PC	PROJECT SUPPORT	335,869
NATIONAL WOMEN'S LAW CENTER 11 DUPONT CIRCLE WASHINGTON,DC 20036		PC	PROJECT SUPPORT	2,187,380
NATIVIDAD MEDICAL FOUNDATION 1441 CONSTITUTION BLVD SALINAS,CA 93912		PC	PROJECT SUPPORT	31,350
NEO PHILANTHROPY 45 W 36 ST NEW YORK,NY 10018		PC	PROJECT SUPPORT	522,575
NEO PHLIANTHROPY 45 W 36 STREET NEW YORK,NY 10018		PC	PROJECT SUPPORT	400,449
NEO PHLIANTHROPY 45 W 36 STREET NEW YORK,NY 10018		PC	PROJECT SUPPORT	502,528
NEO PHLIANTHROPY 45 W 36 STREET NEW YORK,NY 10018		PC	PROJECT SUPPORT	50,000
NEO PHLIANTHROPY 45 W 36 STREET NEW YORK,NY 10018		PC	PROJECT SUPPORT	176,070
NEW MORNING FOUNDATION 1501 MAIN STREET COLUMBIA,SC 29201		SO I	PROJECT SUPPORT	2,233,325
NEW VENTURE FUND 1201 CONNECTICUT AVE NW STE 300 WASHINGTON,DC 20036		PC	PROJECT SUPPORT	698,234
Total	3a			520,485,122

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i>				
NEW VENTURE FUND 1201 CONNECTICUT AVE NW STE 300 WASHINGTON,DC 20036		PC	PROJECT SUPPORT	921,321
NEW VENTURE FUND 1201 CONNECTICUT AVE NW STE 300 WASHINGTON,DC 20036		PC	PROJECT SUPPORT	999,473
NEW VENTURE FUND 1201 CONNECTICUT AVE NW STE 300 WASHINGTON,DC 20036		PC	PROJECT SUPPORT	2,003,216
NEW VENTURE FUND 1201 CONNECTICUT AVE NW STE 300 WASHINGTON,DC 20036		PC	PROJECT SUPPORT	2,506,285
NEW VENTURE FUND 1201 CONNECTICUT AVE NW STE 300 WASHINGTON,DC 20036		PC	PROJECT SUPPORT	4,504,264
NEW VENTURE FUND 1201 CONNECTICUT AVE NW STE 300 WASHINGTON,DC 20036		PC	PROJECT SUPPORT	3,838,887
NEW VENTURE FUND 1201 CONNECTICUT AVE NW STE 300 WASHINGTON,DC 20036		PC	PROJECT SUPPORT	1,107,007
NEW VENTURE FUND 1201 CONNECTICUT AVE NW STE 300 WASHINGTON,DC 20036		PC	PROJECT SUPPORT	3,670,987
NEW VOICES PITTSBURGH 5907 PENN AVENUE PITTSBURGH,PA 15206		PC	PROJECT SUPPORT	80,000
NEW YORK CITY HEALTH AND HOSPITALS 451 CLARKSON AVE BROOKLYN,NY 11203		PC	PROJECT SUPPORT	349,980
NEW YORK UNIVERSITY 550 FIRST AVE NEW YORK,NY 10016		PC	PROJECT SUPPORT	366,556
NORTH SHORE LONG ISLAND JEWISH HEALTH SYSTEM INC 350 COMMUNITY DRIVE MANHASSET,NY 11030		SO I	PROJECT SUPPORT	341,216
NORTHEAST COMMUNITY COLLEGE PO BOX 469 NORFOLK,NE 68702		GOV	SCHOLARSHIPS	181,667
NORTHEAST COMMUNITY COLLEGE PO BOX 469 NORFOLK,NE 68702		GOV	SCHOLARSHIPS	187,659
NORTHWESTERN UNIVERSITY 750 N LAKE SHORE DRIVE CHICAGO,IL 60611		PC	PROJECT SUPPORT	382,986
Total				520,485,122

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NOVA HEALTH SYSTEMS 215 WOLMOS DRIVE SAN ANTONIO, TX 78212		PC	PROJECT SUPPORT	98,771
NUCLEAR THREAT INITIATIVE 1747 PENNSYLVANIA AVENUE NW WASHINGTON, DC 20006		PC	PROJECT SUPPORT	6,999,706
NURSING STUDENTS FOR CHOICE 2300 MYRTLE AVE ST PAUL, MN 55114		PC	PROJECT SUPPORT	250,450
OREGON HEALTH AND SCIENCE UNIVERSITY FOUNDATION 3181 SW SAM JACKSON PARK RD PORTLAND, OR 97201		PC	PROJECT SUPPORT	335,524
OREGON HEALTH AND SCIENCE UNIVERSITY FOUNDATION 3181 SW SAM JACKSON PARK RD PORTLAND, OR 97239		PC	PROJECT SUPPORT	44,989
PATHFINDER INTERNATIONAL NINE GALEN STREET WATERTOWN, MA 02472		PC	PROJECT SUPPORT	6,633,976
PATHFINDER INTERNATIONAL NINE GALEN STREET WATERTOWN, MA 02472		PC	PROJECT SUPPORT	2,495,824
PERU STATE COLLEGE PO BOX 10 PERU, NE 68421		GOV	SCHOLARSHIPS	157,153
PERU STATE COLLEGE PO BOX 10 PERU, NE 68421		GOV	SCHOLARSHIPS	228,545
PHILADELPHIA WOMEN'S CENTER 777 APPLE TREE ROAD PHILADELPHIA, PA 19106		NC	PROJECT SUPPORT	224,280
PHYSICIANS FOR REPRODUCTIVE HEALTH 55 WEST 39TH ST NEW YORK, NY 10018		PC	PROJECT SUPPORT	1,472,833
PHYSICIANS FOR REPRODUCTIVE HEALTH 55 WEST 39TH ST NEW YORK, NY 10018		PC	PROJECT SUPPORT	1,457,315
PHYSICIANS FOR REPRODUCTIVE HEALTH 55 WEST 39TH ST NEW YORK, NY 10018		PC	PROJECT SUPPORT	320,188
PHYSICIANS FOR REPRODUCTIVE HEALTH 55 WEST 39TH ST NEW YORK, NY 10018		PC	PROJECT SUPPORT	271,140
PHYSICIANS FOR REPRODUCTIVE HEALTH 55 WEST 39TH ST NEW YORK, NY 10018		PC	PROJECT SUPPORT	52,828
Total			3a	520,485,122

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PHYSICIANS FOR REPRODUCTIVE HEALTH 55 WEST 39TH ST NEW YORK, NY 10018		PC	PROJECT SUPPORT	129,764
PLANNED PARENTHOOD ACTION FUND 434 W 33RD NEW YORK, NY 10001		NC	PROJECT SUPPORT	5,250,000
PLANNED PARENTHOOD ARIZONA 5651 N 7TH STREET PHOENIX, AZ 85014		PC	PROJECT SUPPORT	181,750
PLANNED PARENTHOOD ASSOCIATION OF PENNSYLVANIA 1514 N 2 STREET HARRISBURG, PA 17102		PC	PROJECT SUPPORT	251,180
PLANNED PARENTHOOD CENTER FOR CHOICE INC 4600 GULF FREEWAY HOUSTON, TX 77023		PC	PROJECT SUPPORT	100,507
PLANNED PARENTHOOD FEDERATION OF AMERICA 434 W 33RD STREET NEW YORK, NY 10001		PC	PROJECT SUPPORT	21,399,380
PLANNED PARENTHOOD FEDERATION OF AMERICA 434 W 33RD STREET NEW YORK, NY 10001		PC	PROJECT SUPPORT	6,907,905
PLANNED PARENTHOOD FEDERATION OF AMERICA 434 W 33RD STREET NEW YORK, NY 10001		PC	PROJECT SUPPORT	1,495,799
PLANNED PARENTHOOD FEDERATION OF AMERICA 434 W 33RD STREET NEW YORK, NY 10001		PC	PROJECT SUPPORT	169,769
PLANNED PARENTHOOD FEDERATION OF AMERICA 434 W 33RD STREET NEW YORK, NY 10001		PC	PROJECT SUPPORT	996,158
PLANNED PARENTHOOD FEDERATION OF AMERICA 434 W 33RD STREET NEW YORK, NY 10001		PC	PROJECT SUPPORT	5,051,607
PLANNED PARENTHOOD FEDERATION OF AMERICA 434 W 33RD NEW YORK, NY 10001		PC	PROJECT SUPPORT	17,578,369
PLANNED PARENTHOOD ILLINOIS 18 SOUTH MICHIGAN AVE CHICAGO, IL 60604		PC	PROJECT SUPPORT	374,188
PLANNED PARENTHOOD LOS ANGELES 400 WEST 30TH STREET LOS ANGELES, CA 90007		PC	PROJECT SUPPORT	376,436
PLANNED PARENTHOOD MAR MONTE 1605 THE ALAMEDA SAN JOSE, CA 95126		PC	PROJECT SUPPORT	374,188
Total				520,485,122

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i>				
PLANNED PARENTHOOD OF CENTRAL AND GREATER NORTHERN NEW JERSEY 196 SPEEDWELL AVE MORRISTOWN, NJ 07960		PC	PROJECT SUPPORT	26,950
PLANNED PARENTHOOD OF ILLINOIS 18 SOUTH MICHIGAN AVE CHICAGO, IL 60603		PC	PROJECT SUPPORT	75,000
PLANNED PARENTHOOD OF INDIANA AND KENTUCKY 200 S MERIDIAN STREET INDIANAPOLIS, IN 46225		PC	PROJECT SUPPORT	375,427
PLANNED PARENTHOOD OF KANSAS AND MID MISSOURI 4401 W 109TH STREET OVERLAND ST, KS 66211		PC	PROJECT SUPPORT	25,000
PLANNED PARENTHOOD OF METROPOLITAN NEW JERSEY 151 WASHINGTON STREET NEWARK, NJ 07102		PC	PROJECT SUPPORT	50,000
PLANNED PARENTHOOD OF NEW YORK CITY 26 BLEECKER STREET NEW YORK, NY 10012		PC	PROJECT SUPPORT	55,047
PLANNED PARENTHOOD OF SOUTH FLORIDA AND THE TREASURE COAST 2300 N FLORIDA MANGO ROAD WEST PALM BEACH, FL 33409		PC	PROJECT SUPPORT	25,000
PLANNED PARENTHOOD OF THE COLUMBIA WILLAMETTE 3727 NE MARTIN LUTHER KING BLVD PORTLAND, OR 97212		PC	PROJECT SUPPORT	25,000
PLANNED PARENTHOOD OF THE HEARTLAND 1171 7TH STREET DES MOINES, IA 50314		PC	PROJECT SUPPORT	240,997
PLANNED PARENTHOOD OF THE HEARTLAND 1171 7TH STREET DES MOINES, IA 50314		PC	PROJECT SUPPORT	491,465
PLANNED PARENTHOOD OF THE HEARTLAND 1171 7TH STREET DES MOINES, IA 50314		PC	PROJECT SUPPORT	128,768
PLANNED PARENTHOOD OF THE HEARTLAND 1171 7TH STREET DES MOINES, IA 50314		PC	PROJECT SUPPORT	157,967
PLANNED PARENTHOOD OF THE HEARTLAND 1171 7TH STREET DES MOINES, IA 50322		PC	PROJECT SUPPORT	400,697
PLANNED PARENTHOOD OF THE PACIFIC SOUTHWEST 1075 CAMINO DEL RIO SOUTH SAN DIEGO, CA 92108		PC	PROJECT SUPPORT	237,127
PLANNED PARENTHOOD OF THE ROCKY MOUNTAINS 7155 E 38TH AVE DENVER, CO 80207		PC	PROJECT SUPPORT	375,293
Total				520,485,122

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
POPULATION COUNCIL ONE DAG HAMERSKOLD PLAZA NEW YORK, NY 10017		PC	PROJECT SUPPORT	1,343,484
POPULATION COUNCIL ONE DAG HAMERSKOLD PLAZA NEW YORK, NY 10017		PC	PROJECT SUPPORT	899,380
POPULATION COUNCIL ONE DAG HAMERSKOLD PLAZA NEW YORK, NY 10017		PC	PROJECT SUPPORT	546,964
POPULATION SERVICES INTERNATIONAL 1120 19TH ST NW WASHINGTON, DC 20036		PC	PROJECT SUPPORT	43,612,244
POPULATION SERVICES INTERNATIONAL 1120 19TH ST NW WASHINGTON, DC 20036		PC	PROJECT SUPPORT	343,334
POPULATION SERVICES INTERNATIONAL 1120 19TH STREET NW WASHINGTON, DC 20036		PC	PROJECT SUPPORT	1,017,686
PRETERM CLEVELAND 12000 SHAKER BLVD CLEVELAND, OH 44120		PC	PROJECT SUPPORT	250,764
PROGRESS TEXAS INSTITUTE DBA TEXAS RESEARCH INSTITUTE 500 SAN MARCOS STREET AUSTIN, TX 78702		PC	PROJECT SUPPORT	285,162
PROGRESSIVE CONGRESS 6310 16TH STREET NW WASHINGTON, DC 20011		PC	PROJECT SUPPORT	131,943
PROGRESSNOW EDUCATION FUND 1600 UNIVERSITY AVE W ST PAUL, MN 55104		PC	PROJECT SUPPORT	220,842
PROGRESSOHIO EDUCATION 172 E STATE STREET COLUMBUS, OH 43215		PC	PROJECT SUPPORT	400,419
PROTEUS FUND 15 RESEARCH B AMHERST, MA 01002		PC	PROJECT SUPPORT	149,919
PROVIDE INC 47 THORNDIKE STREET CAMBRIDGE, MA 02141		PC	PROJECT SUPPORT	2,512,090
RAQUEL CALDWELL 310 N 51ST STREET OMAHA, NE 68132	N/A	I	ALICE BUFFETT OUTSTANDING TEACHER AWARD	10,000
REGENTS OF THE UNIVERSITY OF CALIFORNIA DAVIS 1850 RESEARCH PARK DRIVE DAVIS, CA 95618		PC	PROJECT SUPPORT	235,206
Total			3a	520,485,122

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
REGENTS OF THE UNIVERSITY OF CALIFORNIA DAVIS 1850 RESEARCH PARK DRIVE DAVIS, CA 95618		PC	PROJECT SUPPORT	186,935
REGENTS OF THE UNIVERSITY OF CALIFORNIA DAVIS PO BOX 989062 WEST SACRAMENTO, CA 95798		PC	PROJECT SUPPORT	49,501
REGENTS OF THE UNIVERSITY OF CALIFORNIA IRVINE 101 THE CITY DRIVE ORANGE, CA 92868		PC	PROJECT SUPPORT	54,720
REGENTS OF THE UNIVERSITY OF CALIFORNIA IRVINE 5171 CALIFORNIA AVE IRVINE, CA 92697		PC	PROJECT SUPPORT	148,808
REGENTS OF THE UNIVERSITY OF CALIFORNIA SAN DIEGO 9500 GILMAN DRIVE LA JOLLA, CA 92093		PC	PROJECT SUPPORT	62,387
REGENTS OF THE UNIVERSITY OF CALIFORNIA SAN FRANCISCO 1855 FOLSOM STREET SAN FRANCISCO, CA 94143		PC	PROJECT SUPPORT	50,000
REGENTS OF THE UNIVERSITY OF CALIFORNIA SAN FRANCISCO 2200 POST STREET SAN FRANCISCO, CA 94143		PC	PROJECT SUPPORT	3,476,451
REGENTS OF THE UNIVERSITY OF CALIFORNIA SAN FRANCISCO 3333 CALIFORNIA ST SAN FRANCISCO, CA 94118		PC	PROJECT SUPPORT	96,804
REGENTS OF THE UNIVERSITY OF CALIFORNIA SAN FRANCISCO 3333 CALIFORNIA ST SAN FRANCISCO, CA 94143		PC	PROJECT SUPPORT	175,147
REGENTS OF THE UNIVERSITY OF CALIFORNIA SAN FRANCISCO 3333 CALIFORNIA ST SAN FRANCISCO, CA 94143		PC	PROJECT SUPPORT	846,742
REGENTS OF THE UNIVERSITY OF CALIFORNIA SAN FRANCISCO 3333 CALIFORNIA ST SAN FRANCISCO, CA 94118		PC	PROJECT SUPPORT	7,659,643
REGENTS OF THE UNIVERSITY OF CALIFORNIA SAN FRANCISCO 3333 CALIFORNIA ST SAN FRANCISCO, CA 94118		PC	PROJECT SUPPORT	1,340,673
REGENTS OF THE UNIVERSITY OF CALIFORNIA SAN FRANCISCO 3333 CALIFORNIA ST SAN FRANCISCO, CA 94143		PC	PROJECT SUPPORT	46,532
REGENTS OF THE UNIVERSITY OF CALIFORNIA SAN FRANCISCO 1330 BROADWAY OAKLAND, CA 94612		PC	PROJECT SUPPORT	680,556
REGENTS OF THE UNIVERSITY OF COLORADO 12631 E 17TH AVE AURORA, CO 80045		PC	PROJECT SUPPORT	22,282
Total			3a	520,485,122

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
REGENTS OF THE UNIVERSITY OF COLORADO 12700 E 19TH AVE AURORA, CO 80045		PC	PROJECT SUPPORT	314,669
REGENTS OF THE UNIVERSITY OF MICHIGAN 1500 E MEDICAL CENTER DR ANN ARBOR, MI 48109		PC	PROJECT SUPPORT	38,309
REGENTS OF THE UNIVERSITY OF MICHIGAN 3003 S STATE STREET ANN ARBOR, MI 48109		PC	PROJECT SUPPORT	342,524
REGENTS OF THE UNIVERSITY OF MICHIGAN 3003 S STATE STREET ANN ARBOR, MI 48109		PC	PROJECT SUPPORT	996,034
REGENTS OF THE UNIVERSITY OF MICHIGAN 4503 UNIVERSITY HOSPITAL SOUTH ANN ARBOR, MI 48109		PC	PROJECT SUPPORT	42,575
REGENTS OF THE UNIVERSITY OF CALIFORNIA LOS ANGELES 11000 KINROSS AVENUE LOS ANGELES, CA 90095		PC	PROJECT SUPPORT	333,624
REGENTS OF THE UNIVERSITY OF CALIFORNIA LOS ANGELES 11000 KINROSS AVENUE LOS ANGELES, CA 90095		PC	PROJECT SUPPORT	170,624
RELIGIOUS COALITION FOR REPRODUCTIVE CHOICE EDUCATIONAL FUND 1413 K STREET NW WASHINGTON, DC 20005		PC	PROJECT SUPPORT	747,171
REPRODUCTIVE HEALTH TECHNOLOGIES PROJECT 1634 EYE STREET NW WASHINGTON, DC 20006		PC	PROJECT SUPPORT	353,264
RH REALITY CHECK 10125 COLESVILLE ROAD SILVER SPRING, MD 20910		PC	PROJECT SUPPORT	2,292,526
ROYAL COLLEGE OF OBSTETRICIANS AND GYNAECOLOGISTS 27 SUSSEX PLACE LONDON UK		NC	PROJECT SUPPORT	3,103,513
RUTGERS THE STATE UNIVERSITY OF NEW JERSEY ONE ROBERT WOOD JOHNSON PLACE NEW BRUNSWICK, NJ 08903		GOV	PROJECT SUPPORT	58,516
RUTGERS THE STATE UNIVERSITY OF NEW JERSEY ONE ROBERT WOOD JOHNSON PLACE NEW BRUNSWICK, NJ 08903		GOV	PROJECT SUPPORT	45,900
SALEM BAPTIST CHURCH 3131 LAKE ST OMAHA, NE 68111		PC	PROJECT SUPPORT	5,000
SARAH MONZU 330 S 44TH STREET OMAHA, NE 68131	N/A	I	ALICE BUFFETT OUTSTANDING TEACHER AWARD	10,000
Total				520,485,122

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SAVE THE CHILDREN 54 WILTON ROAD WESTPORT, CT 06880		PC	PROJECT SUPPORT	3,484,406
SCHOLARS STRATEGY NETWORK PO BOX 380755 CAMBRIDGE, MA 02238		PC	PROJECT SUPPORT	254,790
SHARON HOSTLER 12200 BURKE STREET OMAHA, NE 68154	N/A	I	ALICE BUFFETT OUTSTANDING TEACHER AWARD	10,000
SISTERLOVE INC PO BOX 10558 ATLANTA, GA 30310		PC	PROJECT SUPPORT	80,000
SISTERREACH 1750 MADISON AVENUE MEMPHIS, TN 38104		PC	PROJECT SUPPORT	85,000
SISTERSONG 1237 RALPH DAVID ABERNATHY BLVD SW ATLANTA, GA 30310		PC	PROJECT SUPPORT	125,359
SOCIETY OF FAMILY PLANNING 225 SOUTH 17TH STREET PHILADELPHIA, PA 19103		NC	PROJECT SUPPORT	6,284,552
SONOMA COUNTY ACADEMIC FOUNDATION FOR EXCELLENCE IN MEDICINE 3569 ROUND BARN CIRCLE SANTA ROSA, CA 95403		PC	PROJECT SUPPORT	84,056
SOUTHEAST COMMUNITY COLLEGE 8800 O STREET LINCOLN, NE 68520		GOV	SCHOLARSHIPS	167,934
SOUTHEAST COMMUNITY COLLEGE 8800 O STREET LINCOLN, NE 68520		GOV	SCHOLARSHIPS	102,586
SPARK REPRODUCTIVE JUSTICE NOW 250 GEORGIA AVENUE ATLANTA, GA 30312		PC	PROJECT SUPPORT	80,000
STANFORD UNIVERSITY 3172 PORTER DRIVE PALO ALTO, CA 94304		PC	PROJECT SUPPORT	34,481
STANFORD UNIVERSITY 3172 PORTER DRIVE PALO ALTO, CA 94304		PC	PROJECT SUPPORT	394,388
SUGAR PALM FOUNDATION USA 12384 ANTILLE DRIVE BOCA RATON, FL 33428		POF	PROJECT SUPPORT	1,758,865
TEAMMATES 6801 O STREET LINCOLN, NE 68510		PC	PROJECT SUPPORT	10,000
Total			3a	520,485,122

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
TEXAS FREEDOM NETWORK EDUCATION FUND PO BOX 1624 AUSTIN, TX 78767		PC	PROJECT SUPPORT	375,886
THE AFIYA CENTER 501 WYNNEWOOD VILLAGE DALLAS, TX 75231		PC	PROJECT SUPPORT	35,000
THE BOARD OF TRUSTEES OF THE UNIVERSITY OF ILLINOIS 1919 WTAYLOR STREET CHICAGO, IL 60612		PC	PROJECT SUPPORT	51,760
THE FOUNDATION FOR EXXCELLENCE IN WOMEN'S HEALTH CARE 2915 VINE ST DALLAS, TX 75204		PC	PROJECT SUPPORT	250,172
THE FUND FOR MEDICAL RESEARCH AND EDUCATION 1560 E MAPLE TROY, MI 48083		SO III FI	PROJECT SUPPORT	62,733
THE GUTTMACHER INSTITUTE 125 MAIDEN LANE 7TH FLOOR NEW YORK, NY 10038		PC	PROJECT SUPPORT	4,893,757
THE HENRY J KAISER FAMILY FOUNDATION 2400 SAND HILL ROAD MENLO PARK, CA 94702		POF	PROJECT SUPPORT	1,360,060
THE NATIONAL CAMPAIGN TO PREVENT TEEN AND UNPLANNED PREGNANCY 1776 MASSACHUSETTS AVE NW WASHINGTON, DC 20036		PC	PROJECT SUPPORT	547,781
THE NATIONAL CAMPAIGN TO PREVENT TEEN AND UNPLANNED PREGNANCY 1776 MASSACHUSETTS AVE NW WASHINGTON, DC 20036		PC	PROJECT SUPPORT	5,017,701
THE ONE CAMPAIGN 1400 EYE ST NW WASHINTON, DC 20005		PC	PROJECT SUPPORT	1,001,508
THE REGENTS OF THE UNIVERSITY OF CALIFORNIA SAN FRANCISCO 3333 CALIFORNIA ST SAN FRANCISCO, CA 94143		PC	PROJECT SUPPORT	777,412
THE REGENTS OF THE UNIVERSITY OF CALIFORNIA SAN FRANCISCO 3333 CALIFORNIA ST SAN FRANCISCO, CA 94143		PC	PROJECT SUPPORT	754,838
THE REGENTS OF THE UNIVERSITY OF CALIFORNIA SAN FRANCISCO 3333 CALIFORNIA ST SAN FRANCISCO, CA 94143		PC	PROJECT SUPPORT	253,202
THE REGENTS OF THE UNIVERSITY OF MICHIGAN 3003 S STATE STREET ANN ARBOR, MI 48109		PC	PROJECT SUPPORT	4,911,457
THE REGENTS OF THE UNIVERSITY OF NEW MEXICO 1 UNIVERSITY OF NEW MEXICO ALBUQUERQUE, NM 87131		GOV	PROJECT SUPPORT	47,498
Total				520,485,122

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE REGENTS OF THE UNIVERSITY OF NEW MEXICO 1 UNIVERSITY OF NEW MEXICO ALBUQUERQUE, NM 87131		GOV	PROJECT SUPPORT	597,008
THE UNIVERSITY OF NORTH CAROLINA AT CHAPEL HILL 3004 OLD CLINIC BLDG CHAPEL HILL, NC 27599		PC	PROJECT SUPPORT	50,000
THE UNIVERSITY OF UTAH 75 SOUTH 2000 EAST SALT LAKE CITY, UT 84112		PC	PROJECT SUPPORT	239,714
THERESA MCGEE 5141 F STREET OMAHA, NE 68117	N/A	I	ALICE BUFFETT OUTSTANDING TEACHER AWARD	10,000
THOMAS JEFFERSON UNIVERSITY 125 SOUTH NINTH STREET PHILADELPHIA, PA 19107		PC	PROJECT SUPPORT	350,275
TIDES CENTER 426 17TH STREET OAKLAND, CA 94612		PC	PROJECT SUPPORT	200,167
TIDES CENTER 426 17TH STREET OAKLAND, CA 94612		PC	PROJECT SUPPORT	284,074
TRUSTEES OF COLUMBIA UNIVERSITY 622 W 168TH STREET NEW YORK, NY 10032		PC	PROJECT SUPPORT	43,065
TRUSTEES OF COLUMBIA UNIVERSITY 630 EAST 168TH STREET NEW YORK, NY 10032		PC	PROJECT SUPPORT	250,648
TRUSTEES OF COLUMBIA UNIVERSITY 630 WEST 168TH ST NEW YORK, NY 10032		PC	PROJECT SUPPORT	780,290
TRUSTEES OF THE UNIVERSITY OF PENNSYLVANIA 39TH AND MARKET STREET PHILADELPHIA, PA 19104		PC	PROJECT SUPPORT	9,346
UNITE FOR REPRODUCTIVE GENDER EQUITY 1317 F STREET NW WASHINGTON, DC 20004		PC	PROJECT SUPPORT	750,897
UNIVERSITY CLINICAL EDUCATION AND RESEARCH ASSOCIATION 1319 PUNAHOU STREET HONOLULU, HI 96826		PC	PROJECT SUPPORT	60,000
UNIVERSITY CLINICAL EDUCATION AND RESEARCH ASSOCIATION 677 ALA MOANA BLVD HONOLULU, HI 96813		PC	PROJECT SUPPORT	450,920
UNIVERSITY CLINICAL EDUCATION AND RESEARCH ASSOCIATION 677 ALA MOANA BLVD HONOLULU, HI 96813		PC	PROJECT SUPPORT	60,000
Total				520,485,122

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i>				
UNIVERSITY OF BRITISH COLUMBIA 1190 HORNBY STREET VANCOUVER CA		PC	PROJECT SUPPORT	50,000
UNIVERSITY OF BRITISH COLUMBIA 4500 OAK STREET VANCOUVER CA		PC	PROJECT SUPPORT	3,750
UNIVERSITY OF CHICAGO 5030 S ELLIS AVE CHICAGO,IL 60637		PC	PROJECT SUPPORT	279,665
UNIVERSITY OF CHICAGO 6030 S ELLIS AVE CHICAGO,IL 60637		PC	PROJECT SUPPORT	464,335
UNIVERSITY OF ILLINOIS AT CHICAGO 820 S WOOD STREET CHICAGO,IL 60612		PC	PROJECT SUPPORT	49,081
UNIVERSITY OF MIAMI PO BOX 016960 MIAMI,FL 33101		PC	PROJECT SUPPORT	40,732
UNIVERSITY OF NEBRASKA BOARD OF REGENTS-KEARNEY 2504 9TH AVE KEARNEY,NE 68849		PC	SCHOLARSHIPS	309,764
UNIVERSITY OF NEBRASKA BOARD OF REGENTS-KEARNEY 2504 9TH AVE KEARNEY,NE 68849		PC	SCHOLARSHIPS	2,202,421
UNIVERSITY OF NEBRASKA BOARD OF REGENTS-LINCOLN 17 CANFIELD ADMIN BLDG LINCOLN,NE 68588		PC	SCHOLARSHIPS	6,974,533
UNIVERSITY OF NEBRASKA BOARD OF REGENTS-LINCOLN 17 CANFIELD ADMIN BLDG LINCOLN,NE 68588		PC	SCHOLARSHIPS	5,116,513
UNIVERSITY OF NEBRASKA BOARD OF REGENTS-MEDICAL CENTER 600 S 42 ST OMAHA,NE 68198		PC	SCHOLARSHIPS	177,437
UNIVERSITY OF NEBRASKA BOARD OF REGENTS-MEDICAL CENTER 600 S 42 ST OMAHA,NE 68198		PC	SCHOLARSHIPS	237,073
UNIVERSITY OF NEBRASKA BOARD OF REGENTS-NEBRASKA COLLEGE OF TECHNICAL AGRIC 17 CANFIELD ADMIN BLDG LINCOLN,NE 68588		PC	SCHOLARSHIPS	31,959
UNIVERSITY OF NEBRASKA BOARD OF REGENTS-NEBRASKA COLLEGE OF TECHNICAL AGRIC 17 CANFIELD ADMIN BLDG LINCOLN,NE 68588		PC	SCHOLARSHIPS	40,348
UNIVERSITY OF NEBRASKA BOARD OF REGENTS-OMAHA EPPLEY ADMINISTRATION BLDG OMAHA,NE 68182		PC	SCHOLARSHIPS	5,332,416
Total				520,485,122

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i>				
UNIVERSITY OF NEBRASKA BOARD OF REGENTS-OMAHA EPPLEY ADMINISTRATION BLDG OMAHA,NE 68182		PC	SCHOLARSHIPS	4,677,688
UNIVERSITY OF NEW MEXICO 1 UNIVERSITY OF NEW MEXICO ALBUQUERQUE,NM 87131		GOV	PROJECT SUPPORT	37,304
UNIVERSITY OF NEW MEXICO 1 UNIVERSITY OF NEW MEXICO ALBUQUERQUE,NM 87131		GOV	PROJECT SUPPORT	360,279
UNIVERSITY OF NORTH CAROLINA AT CHAPEL HILL 104 AIRPORT DRIVE CHAPEL HILL,NC 27599		PC	PROJECT SUPPORT	251,581
UNIVERSITY OF NORTH CAROLINA AT CHAPEL HILL 104 AIRPORT DRIVE CHAPEL HILL,NC 27559		PC	PROJECT SUPPORT	276,606
UNIVERSITY OF OKLAHOMA FOUNDATION 731 ELM STREET NORMAN,OK 73019		PC	PROJECT SUPPORT	3,000
UNIVERSITY OF OKLAHOMA FOUNDATION 731 ELM STREET NORMAN,OK 73019		PC	PROJECT SUPPORT	7,500
UNIVERSITY OF PENNSYLVANIA 3451 WALNUT STREET PHILADELPHIA,PA 19104		PC	PROJECT SUPPORT	248,320
UNIVERSITY OF PENNSYLVANIA 421 CURIE BLVD PHILADELPHIA,PA 19104		PC	PROJECT SUPPORT	339,428
UNIVERSITY OF PITTSBURGH PHYSICIANS 300 HALKET STREET PITTSBURGH,PA 15213		PC	PROJECT SUPPORT	245,485
UNIVERSITY OF PITTSBURGH PHYSICIANS 300 HALKET STREET PITTSBURGH,PA 15213		PC	PROJECT SUPPORT	50,000
UNIVERSITY OF SOUTH FLORIDA 3702 SPECTRUM BLVD TAMPA,FL 33612		GOV	PROJECT SUPPORT	47,271
UNIVERSITY OF SOUTHERN CALIFORNIA 1200 NORTH STATE STREET LOS ANGELES,CA 90033		PC	PROJECT SUPPORT	49,580
UNIVERSITY OF SOUTHERN CALIFORNIA 2020 ZONAL AVE LOS ANGELES,CA 90089		PC	PROJECT SUPPORT	321,313
UNIVERSITY OF UTAH 30 N 1900 E SALT LAKE CITY,UT 84132		PC	PROJECT SUPPORT	45,825
Total				520,485,122

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
UNIVERSITY OF UTAH 75 SOUTH 2000 EAST SALT LAKE CITY, UT 84112		PC	PROJECT SUPPORT	319,160
UNIVERSITY OF WASHINGTON 4333 BROOKLYN AVE NE SEATTLE, WA 98195		GOV	PROJECT SUPPORT	80,404
UNIVERSITY OF WASHINGTON 4333 BROOKLYN AVE NE SEATTLE, WA 98195		GOV	PROJECT SUPPORT	296,201
VALLEY-WIDE HEALTH SYSTEMS 128 MARKET STREET ALAMOSA, CO 81101		PC	PROJECT SUPPORT	54,230
WASHINGTON UNIVERSITY 4533 CLAYTON AVE ST LOUIS, MO 63110		PC	PROJECT SUPPORT	137,096
WASHINGTON UNIVERSITY 600 SOUTH EUCLID AVENUE ST LOUIS, MO 63110		PC	PROJECT SUPPORT	346,333
WAYNE STATE FOUNDATION 1111 MAIN STREET WAYNE, NE 68787		PC	SCHOLARSHIPS	726,017
WAYNE STATE FOUNDATION 1111 MAIN STREET WAYNE, NE 68787		PC	SCHOLARSHIPS	881,015
WESTERN NEBRASKA COMMUNITY COLLEGE FOUNDATION 1601 E 27TH STREET SCOTTSBLUFF, NE 69361		PC	SCHOLARSHIPS	20,261
WESTERN NEBRASKA COMMUNITY COLLEGE FOUNDATION 1601 E 27TH STREET SCOTTSBLUFF, NE 69361		PC	SCHOLARSHIPS	22,072
WHOLE WOMEN'S HEALTH LLC 8401 N IH 35 AUSTIN, TX 78753		POF	PROJECT SUPPORT	72,107
WILLOWS FOUNDATION 54 BRENTON ROAD NEWPORT, RI 02840		POF	PROJECT SUPPORT	624,257
WILLOWS FOUNDATION 54 BRENTON ROAD NEWPORT, RI 02840		POF	PROJECT SUPPORT	3,581,662
WILLOWS FOUNDATION 54 BRENTON ROAD NEWPORT, RI 02840		POF	PROJECT SUPPORT	1,317,457
WILLOWS FOUNDATION 54 BRENTON ROAD NEWPORT, RI 02840		POF	PROJECT SUPPORT	282,689
Total			3a	520,485,122

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
WILLOWS FOUNDATION 54 BRENTON ROAD NEWPORT, RI 02840		POF	PROJECT SUPPORT	370,591
WOMANCARE GLOBAL PO BOX 768 CARDIFF BY THE SEA, CA 92007		EQUIVALENCY DETERMIN	PROJECT SUPPORT	1,429,839
WOMEN'S FOUNDATION OF CALIFORNIA 300 FRANK OGAWA BLVD OAKLAND, CA 94612		PC	PROJECT SUPPORT	702,352
WOMEN'S HEALTH AND REPRODUCTIVE RIGHTS FOUNDATION 2 SOI SOONVIJAI NEW PETCHBURI ROAD BANGKOK TH		NC	PROJECT SUPPORT	230,636
WOMEN'S LAW PROJECT 125 S 9TH STREET PHILADELPHIA, PA 19107		PC	PROJECT SUPPORT	299,405
WORLD HEALTH ORGANIZATION 20 AVENUE APPIA GENEVA SZ		EQUIVALENCY DETERMIN	PROJECT SUPPORT	1,000,000
WORLD HEALTH ORGANIZATION 20 AVENUE APPIA GENEVA SZ		EQUIVALENCY DETERMIN	PROJECT SUPPORT	315,694
WORLD HEALTH ORGANIZATION 20 AVENUE APPIA GENEVA SZ		EQUIVALENCY DETERMIN	PROJECT SUPPORT	323,203
WORLD HEALTH ORGANIZATION 20 AVENUE APPIS GENEVA SZ		EQUIVALENCY DETERMIN	PROJECT SUPPORT	388,155
WORLD HEALTH PARTNERS 653 5TH AVE SAN FRANCISCO, CA 94118		PC	PROJECT SUPPORT	1,615,180
YALE UNIVERSITY 47 COLLEGE STREET NEW HAVEN, CT 06510		PC	PROJECT SUPPORT	243,959
YOUNG WOMEN UNITED 309 GOLD AVENUE SW ALBUQUERQUE, NM 87102		PC	PROJECT SUPPORT	311,427
Total			3a	520,485,122

TY 2015 Accounting Fees Schedule

Name: THE SUSAN THOMPSON BUFFETT FOUNDATION

EIN: 47-6032365

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	29,315	0		29,315

TY 2015 Compensation Explanation

Name: THE SUSAN THOMPSON BUFFETT FOUNDATION

EIN: 47-6032365

Person Name	Explanation
MELISSA HOW	MELISSA HOW SERVES AS BOARD OF DIRECTORS' SECRETARY. HER DUTIES FOR THIS POSITION TAKE AN AVERAGE OF ONE HOUR PER WEEK. MS. HOW IS ALSO A FULL-TIME EMPLOYEE OF THE FOUNDATION. HER POSITION IS DIRECTOR OF GRANTS AND FINANCE. HER COMPENSATION AND EMPLOYEE BENEFIT PLAN CONTRIBUTIONS REFLECTED IN PART VIII ARE PAID FOR HER SERVICES AND RESPONSIBILITIES AS A FOUNDATION EMPLOYEE, RATHER THAN FOR HER SERVICES AS BOARD SECRETARY.

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2015 Depreciation Schedule

Name: THE SUSAN THOMPSON BUFFETT FOUNDATION

EIN: 47-6032365

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
COMPUTER EQUIPMENT	2012-07-01	195,072	152,598	SL	5 000000000000	29,526	0		
LEASEHOLD IMPROVEMENTS	2012-07-01	2,234,396	859,985	SL	15 000000000000	151,337	0		
SOFTWARE	2012-07-01	48,258	48,258	SL	3 000000000000	0	0		
OFFICE FURNITURE & EQUIPMENT	2012-07-01	788,826	544,480	SL	7 000000000000	56,257	0		

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2015 Expenditure Responsibility Statement

Name: THE SUSAN THOMPSON BUFFETT FOUNDATION

EIN: 47-6032365

Grantee's Name	Grantee's Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended By Grantee	Any Diversion By Grantee?	Dates of Reports By Grantee	Date of Verification	Results of Verification
PLANNED PARENTHOOD ACTION FUND	434 W 33RD ST NEW YORK, NY 10001	2012-11-07	13,417,000	GRANT #3746 REPRODUCTIVE HEALTH ADVOCACY ORIGINAL GRANT WAS FOR \$12,150,000 GRANT WAS AMENDED TO \$13,417,000 IN 2013	13,417,000	NONE	DUE IN 2016		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
GREENSTAR SOCIAL MARKETING PAKISTAN (GUARANTEE) LIMITED	4TH 5TH FLOOR BAHRIA COMPLEX-III MT KHAN ROAD KARACHI PK	2013-12-23	20,018,408	GRANT #679 03 INTERNATIONAL EXPANSION & IMPROVEMENT REPRODUCTIVE HEALTH\SERVICE DELIVERY	5,816,652	NONE	12/31/14, 06/30/15		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
WILLOWS FOUNDATION	54 BRENTON RD NEWPORT, RI 02840	2013-12-18	3,049,726	GRANT #549 04 INTERNATIONAL EXPANSION & IMPROVEMENT REPRODUCTIVE HEALTH\SERVICE DELIVERY	1,148,941	NONE	12/31/14, 06/30/15		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
GLOVER PARK GROUP	1025 F ST NW WASHINGTON, DC 20004	2013-12-10	4,213,722	GRANT #3858 REPRODUCTIVE HEALTH ADVOCACY	2,817,989	NONE	09/30/14		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
THE HENRY J KAISER FAMILY FOUNDATION	2400 SAND HILL ROAD MENLO PARK, CA 94702	2013-07-02	6,021,713	GRANT #3805 REPRODUCTIVE HEALTH PROJECT	2,846,183	NONE	07/31/14, 12/31/15		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
SUGAR PLUM FOUNDATION	PO BOX 711 PHEMOM PEN CB	2013-06-26	5,375,962	GRANT #3638 01 INTERNATIONAL EXPANSION & IMPROVEMENT REPRODUCTIVE HEALTH\SERVICE DELIVERY	3,902,511	NONE	12/31/14, 12/31/15		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
GYNUITY	15 EAST 26TH STREET NEW YORK, NY 10010	2013-01-07	1,627,225	GRANT #3756 REPRODUCTIVE HEALTH PROJECT	1,627,225	NONE	12/17/14, 06/30/15		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
ESAR	CARRERA 18 NO 33 A-19 BOGOTA CO	2013-01-02	18,400,000	GRANT #820 03 INTERNATIONAL EXPANSION & IMPROVEMENT REPRODUCTIVE HEALTH\SERVICE DELIVERY	16,661,728	NONE	12/31/13, 06/30/14, 12/31/15		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
CEMICAMP-CENTRO DE PESQUISAS EM SAUDE MATERNO INFANTIL DE CAMPINAS	RUA VITAL BRASIL 200 CAMPINAS SP BR	2013-01-01	405,000	GRANT #3753 REPRODUCTIVE HEALTH PROJECT	390,377	NONE	12/31/13, 06/30/15		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
CONWAY STRATEGIC	1200 18TH STREET WASHINGTON, DC 20036	2013-04-01	364,507	GRANT #3780 REPRODUCTIVE HEALTH PROJECT ORIGINAL GRANT WAS FOR \$364,050 GRANT WAS AMENDED TO \$364,507 IN 2015	364,507	NONE	06/30/15		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
WOMEN'S HEALTH AND REPRODUCTIVE RIGHTS FOUNDATION OF THAILAND	2 SOI SOONVIJAI NEW PETCHBURI ROAD HUAYKWANG TH	2013-03-01	2,179,459	GRANT #3779 INTERNATIONAL EXPANSION & IMPROVEMENT REPRODUCTIVE HEALTH\SERVICE DELIVERY	2,179,459	NONE	11/12/14		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
WILLOWS FOUNDATION	54 BRENTON RD NEWPORT, RI 02840	2014-01-17	10,475,031	GRANT #278 08 INTERNATIONAL EXPANSION & IMPROVEMENT REPRODUCTIVE HEALTH\SERVICE DELIVERY	2,730,957	NONE	12/31/15		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
EQUIDAD DE GENERO	ABASOLO 202 DEL CARMEN COYOAC MX	2014-04-07	3,747,000	GRANT 361 04 SUPPORT OF REPRODUCTIVE HEALTH ACTIVITIES IN MEXICO	3,747,000	NONE	12/31/15		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
GYNUITY	15 EAST 26TH STREET NEW YORK, NY 10010	2014-09-02	6,420,083	GRANT #779 02 EXPANDING REPRODUCTIVE HEALTH ACCESS	2,028,060	NONE	06/30/15		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
GOOD WORKS GROUP	1430 FRONT STREET LOUISVILLE, CO 80027	2014-08-14	378,802	GRANT #1039 03 REDUCING UNINTENDED PREGNANCY	378,802	NONE	07/31/15		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED

Grantee's Name	Grantee's Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended By Grantee	Any Diversion By Grantee?	Dates of Reports By Grantee	Date of Verification	Results of Verification
WILLOWS FOUNDATION	54 BRENTON RD NEWPORT, RI 02840	2014-10-24	1,342,438	GRANT #3709 01 INTERNATIONAL EXPANSION & IMPROVEMENT REPRODUCTIVE HEALTH/SERVICE DELIVERY	111,090	NONE	06/30/15		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
PLANNED PARENTHOOD ACTION FUND	434 W 33RD ST NEW YORK, NY 10001	2014-07-02	1,250,000	GRANT #3746 01 REPRODUCTIVE HEALTH ADVOCACY	0	NONE	DUE IN 2016		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
CONWAY STRATEGIC	1200 18TH STREET WASHINGTON, DC 20036	2014-07-10	479,158	GRANT #3920 REPRODUCTIVE HEALTH ADVOCACY ORIGINAL GRANT WAS FOR \$489,063 GRANT WAS AMENDED TO \$479,158 IN 2015	479,158	NONE	07/31/15		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
GYNUITY	15 EAST 26TH STREET NEW YORK, NY 10010	2014-08-20	1,358,035	GRANT #3947 REPRODUCTIVE HEALTH PROJECT	0	NONE	NOT YET DUE		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
PROGRESS NOW NEW MEXICO	625 SILVER AVE SW ALBUQUERQUE, NM 87102	2014-10-30	358,432	GRANT #3981 REPRODUCTIVE HEALTH ADVOCACY	289,659	NONE	10/31/15		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
WHOLE WOMAN'S HEALTH LLC	8401 N IH 35 SUITE 1A AUSTIN, TX 78753	2014-11-05	740,816	GRANT #3997 REPRODUCTIVE HEALTH PROJECT	740,816	NONE	DUE IN 2016		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
GILL FOUNDATION	2215 MARKET STREET DENVER, CO 80205	2014-12-11	95,000	GRANT #4006 REPRODUCTIVE HEALTH ADVOCACY	95,000	NONE	10/31/15		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
ROYAL COLLEGE OF OBSTETRICIANS AND GYNECOLOGISTS	27 SUSSEX PLACE LONDON UK	2014-12-16	10,034,008	GRANT #4009 REPRODUCTIVE HEALTH PROJECT	1,286,905	NONE	12/31/15		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
ARABELLA ADVISORS	1201 CONNECTICUT AVE WASHINGTON, DC 20036	2015-02-24	677,500	GRANT #4046 REPRODUCTIVE HEALTH PROJECT	522,251	NONE	12/31/15		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
ARABELLA ADVISORS	1201 CONNECTICUT AVE WASHINGTON, DC 20036	2015-11-13	140,000	GRANT #4140 REPRODUCTIVE HEALTH PROJECT	0	NONE	NOT YET DUE		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
ARABELLA ADVISORS	1201 CONNECTICUT AVE WASHINGTON, DC 20036	2015-12-18	94,000	GRANT #4166 REPRODUCTIVE HEALTH PROJECT	0	NONE	NOT YET DUE		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
CONWAY STRATEGIC	1200 18TH STREET WASHINGTON, DC 20036	2015-06-08	454,000	GRANT #3780 01 REPRODUCTIVE HEALTH PROJECT	0	NONE	NOT YET DUE		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
CONWAY STRATEGIC	1200 18TH STREET WASHINGTON, DC 20036	2015-10-12	1,846,991	GRANT #3920 01 REPRODUCTIVE HEALTH ADVOCACY	0	NONE	NOT YET DUE		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
CONWAY STRATEGIC	1200 18TH STREET WASHINGTON, DC 20036	2015-07-06	973,680	GRANT #4088 REPRODUCTIVE HEALTH ADVOCACY	0	NONE	NOT YET DUE		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
FIGO CHARITABLE FOUNDATION	222 NORTH LASALLE STREET STE 2600 CHICAGO, IL 60601	2015-01-15	2,230,844	GRANT #673 03 INTERNATIONAL EXPANSION & IMPROVEMENT REPRODUCTIVE HEALTH/SERVICE DELIVERY	400,600	NONE	06/15/15		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED

Grantee's Name	Grantee's Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended By Grantee	Any Diversion By Grantee?	Dates of Reports By Grantee	Date of Verification	Results of Verification
GOOD WORKS GROUP	1430 FRONT STREET LOUISVILLE, CO 80027	2015-02-10	472,995	GRANT #752 07 REDUCING UNINTENDED PREGNANCY	472,995	NONE	12/31/15		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
GOOD WORKS GROUP	1430 FRONT STREET LOUISVILLE, CO 80027	2015-08-21	218,820	GRANT #752 08 REDUCING UNINTENDED PREGNANCY	217,975	NONE	12/31/15		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
GYNUITY	15 EAST 26TH STREET NEW YORK, NY 10010	2015-08-24	390,670	GRANT #762 02 REPRODUCTIVE HEALTH PROJECT	139,679	NONE	12/31/15		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
HEALTH MANAGEMENT ASSOCIATES	120 N WASHINGTON SQUARE LANSING, MI 48933	2015-03-16	103,384	GRANT #4053 REDUCING UNINTENDED PREGNANCY	0	NONE	NOT YET DUE		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
PHILADELPHIA WOMEN'S CENTER	777 APPLESTREET PHILADELPHIA, PA 19106	2015-04-22	224,280	GRANT #4068 REPRODUCTIVE HEALTH ADVOCACY	0	NONE	NOT YET DUE		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
PROGRESS NOW NEW MEXICO	625 SILVER AVE SW ALBUQUERQUE, NM 87102	2015-12-16	927,289	GRANT #3981 01 REPRODUCTIVE HEALTH ADVOCACY	0	NONE	NOT YET DUE		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
SOCIETY OF FAMILY PLANNING RESEARCH FUND	255 SOUTH 17TH ST PHILADELPHIA, PA 19103	2015-01-06	6,284,552	GRANT #3767 02 REPRODUCTIVE HEALTH PROJECT	6,284,552	NONE	12/31/15		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
WHOLE WOMAN'S HEALTH LLC	8401 N IH 35 SUITE 1A AUSTIN, TX 78753	2015-02-18	72,107	GRANT #4042 REPRODUCTIVE HEALTH PROJECT	72,107	NONE	DUE IN 2016		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
WILLOWS FOUNDATION	54 BRENTON RD NEWPORT, RI 02840	2015-04-29	1,183,142	GRANT #4070 INTERNATIONAL EXPANSION & IMPROVEMENT REPRODUCTIVE HEALTH/SERVICE DELIVERY	0	NONE	NOT YET DUE		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
WILLOWS FOUNDATION	54 BRENTON RD NEWPORT, RI 02840	2015-07-23	3,808,741	GRANT #4101 INTERNATIONAL EXPANSION & IMPROVEMENT REPRODUCTIVE HEALTH/SERVICE DELIVERY	0	NONE	NOT YET DUE		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
GYNUITY	15 EAST 26TH STREET NEW YORK, NY 10010	2011-03-01	6,458,553	GRANT #779 01 EXPANDING REPRODUCTIVE HEALTH ACCESS	6,458,553	NONE	08/07/14		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
GOOD WORKS GROUP	1430 FRONT STREET LOUISVILLE, CO 80027	2014-02-10	395,170	GRANT #752 06 REDUCING UNINTENDED PREGNANCY	395,170	NONE	02/03/2015		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
SOCIETY OF FAMILY PLANNING RESEARCH FUND	255 SOUTH 17TH ST PHILADELPHIA, PA 19103	2014-01-30	3,740,610	GRANT #3767 01 FELLOWSHIP RESEARCH GRANT	3,740,610	NONE	12/31/15		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
WHOLE WOMAN'S HEALTH LLC	8401 N IH 35 SUITE 1A AUSTIN, TX 78753	2014-07-02	150,343	GRANT #3919 REPRODUCTIVE HEALTH PROJECT	150,343	NONE	04/30/15		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED
FIGO CHARITABLE FOUNDATION	222 NORTH LASALLE STREET STE 2600 CHICAGO, IL 60601	2014-12-31	11,809,539	GRANT #4008 INTERNATIONAL EXPANSION & IMPROVEMENT REPRODUCTIVE HEALTH/SERVICE DELIVERY	517,101	NONE	06/01/15		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED

Grantee's Name	Grantee's Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended By Grantee	Any Diversion By Grantee?	Dates of Reports By Grantee	Date of Verification	Results of Verification
FIGO CHARITABLE FOUNDATION	222 NORTH LASALLE STREET STE 2600 CHICAGO, IL 60601	2013-05-29	1,775,320	GRANT #3792 INTERNATIONAL EXPANSION & IMPROVEMENT REPRODUCTIVE HEALTH/SERVICE DELIVERY	201,349	NONE	08/01/15		NO NEED FOR VERIFICATION HAS BEEN IDENTIFIED

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2015 Gain/Loss from Sale of Other Assets Schedule

Name: THE SUSAN THOMPSON BUFFETT FOUNDATION

EIN: 47-6032365

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
ABANDONED EQUIPMENT	2013-01	PURCHASED	2015-06			42,195		0	-595	41,600

TY 2015 Investments Corporate Stock Schedule

Name: THE SUSAN THOMPSON BUFFETT FOUNDATION

EIN: 47-6032365

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ACCO BRANDS CORP	677	677
ALLEGHANY CP	73,440	73,440
ALLSTATE CP	11,433	11,433
AMAZON.COM INC	68,300	68,300
AMER EXPRESS INC	42,659	42,659
AMER INTL GROUP I	7,320	7,320
AMERIPRISE FINANC	12,986	12,986
AOL INC.	0	0
ARCHER DANIELS MD	15,075	15,075
ARGONAUT GROUP IN	1,267	1,267
BERKSHIRE HATH HL	2,092,997,069	2,092,997,069
BERKSHIRE HATH HL CL A	11,076,800	11,076,800
BK OF AMERICA CP	284	284
BOMBARDIER INC CL	7,721	7,721
C S X CP	4,655	4,655
CABELAS INC	8,242	8,242
CABLE ONE, INC.	4,335	4,335
CAE INC	3,062	3,062
CAMPBELL SOUP CO	83,760	83,760
CANADIAN NATL RAI	5,540	5,540
CANADIAN PAC RAIL	12,632	12,632
CARMAX INC	13,563	13,563
CBS CORP CL A	2,063	2,063
CBS CORP CL B	1,878	1,878
CHEVRON CORP	8,989	8,989
CHUBB CP THE	159,192	159,192
CITADEL BROADCAST	3,082	3,082
CITIGROUP INC	141,886	141,886
COCA COLA BOT CON	36,530	36,530
COCA COLA CO THE	206,016	206,016

Name of Stock	End of Year Book Value	End of Year Fair Market Value
COCA COLA ENTRPR	14,688	14,688
COCA COLA FEMSA S	21,291	21,291
COMMONWEALTH REIT	0	0
COSTCO WHOLESALE	255,056	255,056
COTT CP	2,210	2,210
COUSINS PROP INC	964	964
CURTISS WRIGHT CP	1,658	1,658
DAILY JOURNAL CP	20,557	20,557
DEVELOPERS RLTY	167	167
DISCOVER FIN SVCS	57,584	57,584
DOMINION RES NEW	6,764	6,764
EQUITY COMMONWEALTH	613	613
EXXON MOBIL CP	7,801	7,801
FORTUNE BRANDS HO	22,248	22,248
G A T X CP	17,016	17,016
GABELLI H&W TR	92	92
GANNETT CO INC	1,615	1,615
GEN DYNAMICS CP	54,684	54,684
GEN ELECTRIC CO	37,002	37,002
GILDAN ACTIVEWEAR	22,888	22,888
GRAHAM HOLDINGS	4,840	4,840
HANESBRANDS INC.	1,411	1,411
HILLSHIRE BRANDS	1,068	1,068
INTL BUSINESS MAC	55,280	55,280
JP MORGAN CHASE C	2,840	2,840
KANSAS CITY SOUTH	7,477	7,477
KATE SPADE & COMP	3,526	3,526
KNOWLES	5,312	5,312
KRAFT FOODS GROUP	195,164	195,164
LANDS END	1,406	1,406

Name of Stock	End of Year Book Value	End of Year Fair Market Value
LEUCADIA NATL CP	61,632	61,632
LEVEL 3 COMM INC	5,422	5,422
LOEWS CP	157,852	157,852
LORILLARD, INC	0	0
M&T BANK CORP	121,360	121,360
MEDIA GENERAL CL	1,605	1,605
MICROSOFT CP	11,094	11,094
MID AMERICA APARTMENT COMMUNITIES	4,115	4,115
MOHAWK INDS INC	18,906	18,906
MONDELEZ INTERNAT	74,434	74,434
MOODY'S CORP	20,114	20,114
N Y TIMES CL A	6,432	6,432
NEWS CORPORATION	2,791	2,791
NEWS CORPORATION CL A	5,352	5,352
NORFOLK SO CP	8,461	8,461
ORCHARD SUPPLY	3	3
OVERSTOCK.COM INC	1,190	1,190
PEPSICO INC	202,685	202,685
PERNOD RICARD ORD	137	137
PHILIP MORRIS INT	211,008	211,008
PHILLIPS 66 COMMO	4,920	4,920
PIPER JAFFRAY COS	121	121
PMC COMMERCIAL SB	359	359
PROCTER GAMBLE	62,023	62,023
PROGRESSIVE CP	56,342	56,342
PROLOGIS SBI	987	987
RESTAURANT BRANDS INTERNATIONAL	3,954	3,954
REYNOLDS AMERICAN	278,176	278,176
ROCKY MT CHOCOLAT	1,138	1,138
SEALED AIR CP NEW	4,451	4,451

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SEARS CANADA INC	615	615
SEARS HOLDINGS CO	4,062	4,062
SIMON PPTY GRP IN	11,636	11,636
TANGER FACTORY OU	6,592	6,592
TEGNA INC	5,098	5,098
TEXTRON INC	4,190	4,190
THE HERSHEY COMPA	106,994	106,994
THE TRAVELERS CO	118,282	118,282
TIME WARNER CABLE	22,643	22,643
TIME WARNER INC	31,644	31,644
TORCHMARK CP	469,248	469,248
TRAVELCENTERS OF	96	96
TYSON/HILLSHIRE BRANDS	1,068	1,068
UNION PACIFIC	15,670	15,670
UNION PACIFIC	15,670	15,670
UNITED DOMIN RLTY	301	301
URBAN EDGE PROPERTIES	2,436	2,436
US BANCORP	16,191	16,191
VALHI INC	0	0
VERITIV	38	38
VIACOM INC CL A	1,735	1,735
VIACOM INC.	1,632	1,632
VORNADO REALTY TR	20,639	20,639
WAL MART STORES	49,000	49,000
WALT DISNEY-DISNE	126,906	126,906
WASHINGTON PRIME	562	562
WELLS FARGO & CO	193,823	193,823
WENDYS INTL INC	3,877	3,877
WHITE MTN INS LTD	72,332	72,332
WPX ENERGY, INC.	181	181

Name of Stock	End of Year Book Value	End of Year Fair Market Value
YUM BRANDS INC	26,345	26,345

TY 2015 Investments Government Obligations Schedule

Name: THE SUSAN THOMPSON BUFFETT FOUNDATION

EIN: 47-6032365

**US Government Securities - End of
Year Book Value:** 381,610,882

**US Government Securities - End of
Year Fair Market Value:** 381,610,882

**State & Local Government
Securities - End of Year Book
Value:** 0

**State & Local Government
Securities - End of Year Fair
Market Value:** 0

**TY 2015 Land, Etc.
Schedule**

Name: THE SUSAN THOMPSON BUFFETT FOUNDATION

EIN: 47-6032365

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
FIXED ASSETS	3,266,553	1,800,247	1,466,306	1,466,306

TY 2015 Legal Fees Schedule

Name: THE SUSAN THOMPSON BUFFETT FOUNDATION

EIN: 47-6032365

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	108,171	0		108,171

TY 2015 Other Decreases Schedule**Name:** THE SUSAN THOMPSON BUFFETT FOUNDATION**EIN:** 47-6032365

Description	Amount
UNREALIZED LOSS INCL APPREC OF STOCK TRANSFERRED AS GRANT PAYMENTS	335,759,678

TY 2015 Other Expenses Schedule**Name:** THE SUSAN THOMPSON BUFFETT FOUNDATION**EIN:** 47-6032365

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OFFICE SUPPLIES	35,538	0		35,538
DUES AND MEMBERSHIPS	98,962	0		98,962
BANK CHARGES	8,504	0		8,504
INSURANCE	11,514	0		11,514
TELEPHONE EXPENSE	16,046	0		16,046
POSTAGE	4,027	0		4,027
MINOR EQUIPMENT	7,165	0		7,165

TY 2015 Other Income Schedule

Name: THE SUSAN THOMPSON BUFFETT FOUNDATION

EIN: 47-6032365

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
GRANTS RETURNED	714,068		714,068

TY 2015 Other Professional Fees Schedule

Name: THE SUSAN THOMPSON BUFFETT FOUNDATION

EIN: 47-6032365

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
IT / COMPUTER SUPPORT	108,709	0		108,709
SCHOLARSHIP EVALUATION	2,237,119	0		2,237,119
CONSULTING - OTHER	1,288,948	0		1,288,948
SOFTWARE DEVELOPMENT	436,542	0		436,542

TY 2015 Taxes Schedule

Name: THE SUSAN THOMPSON BUFFETT FOUNDATION

EIN: 47-6032365

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL TAXES	201,765	0		201,765
EXCISE TAXES	1,098,911	0		0

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF.

▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at
www.irs.gov/form990.

OMB No 1545-0047

2015

Name of the organization

THE SUSAN THOMPSON BUFFETT FOUNDATION

Employer identification number

47-6032365

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

501(c)() (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or other property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. . . . ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization
THE SUSAN THOMPSON BUFFETT FOUNDATION

Employer identification number
47-6032365

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	WARREN E BUFFETT 1440 KIEWIT PLAZA OMAHA, NE 68131	\$ 215,687,032	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization
THE SUSAN THOMPSON BUFFETT FOUNDATION

Employer identification number
47-6032365

Part II Noncash Property
(see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	1,575,623 SHARES OF BERKSHIRE HATHAWAY CL B	\$215,687,032	2015-07-06

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

Name of organization
THE SUSAN THOMPSON BUFFETT FOUNDATION

Employer identification number
47-6032365

Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ▶ \$ _____
Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
.	_____	_____	_____
.	_____	_____	_____

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee
_____	_____
_____	_____
--	_____

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
.	_____	_____	_____
.	_____	_____	_____

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee
_____	_____
_____	_____
--	_____

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
.	_____	_____	_____
.	_____	_____	_____

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee
_____	_____
_____	_____
--	_____

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
.	_____	_____	_____
.	_____	_____	_____

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee
_____	_____
_____	_____
--	_____